

V22912

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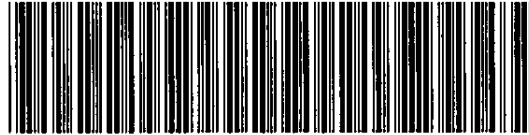
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C.L.
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: HANK LOWRY ELECTRIC, INC.

DOCUMENT NUMBER: V22912

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

HENRY C. LOWRY, JR.

Name of Contact Person

HANK LOWRY ELECTRIC, INC.

Firm/Company

592 THORPE ROAD

Address

ORLANDO, FL 32824

City/State and Zip Code

hlowry@hanklowryelectric.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Henry C. Lowry, Jr. at (407) 855-1266

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
Tallahassee, Florida 32301

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**ARTICLES OF AMENDMENT
TO THE AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
HANK LOWRY ELECTRIC, INC.**

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Pursuant to Sections 607.1001, 607.1003, and 607.1006 of the Florida Business Corporation Act, Hank Lowry Electric, Inc., a Florida corporation (the "Corporation"), hereby amends its Amended and Restated Articles of Incorporation, as set forth below.

1. Article III of the Corporation's Amended and Restated Articles of Incorporation is hereby amended and restated in its entirety as follows:

Article III – Duration

The Corporation shall exist perpetually unless dissolved according to the law.

2. Article V of the Corporation's Amended and Restated Articles of Incorporation is hereby amended and restated in its entirety as follows:

Article V – Capital Stock

Section 1. The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is twenty thousand (20,000) shares of common stock, each having a par value of one cent (\$.01) per share.

Section 2. All or any portion of the capital stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment for such value shall be conclusive.

3. Article VII of the Corporation's Amended and Restated Articles of Incorporation is hereby amended and restated in its entirety as follows:

Article VII – Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Shareholders. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of the majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

4. Article VIII of the Corporation's Amended and Restated Articles of Incorporation is hereby amended and restated in its entirety as follows:

Article VIII – Amendment

The Corporation reserves the right to amend or repeal any provisions contained in this Certificate of Amendment to the Amended and Restated Articles of Incorporation of Hank Lowry Electric, Inc., or any amendment thereto, in the manner provided by law.

5. The Amended and Restated Articles of Incorporation are amended by inserting the following Article IX:

Article IX – Directors

Section 1. The initial number of Directors of this Corporation shall be one (1).

Section 2. The number of Directors may be either increased or diminished from time to time by majority vote of the Shareholders, but there shall always be at least one (1) Director.

Section 3. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

Section 4. Any Director may be removed from office by the holders of the majority of the stock entitled to vote thereon at any annual or

special meeting of the Shareholders of the Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

Section 5. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies.

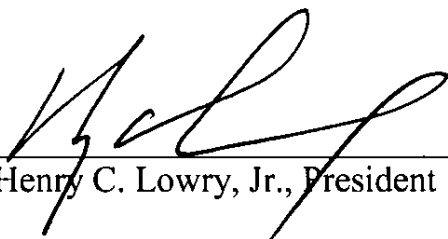
6. All of the directors of the Corporation approved a resolution amending or adding Article III, Article V, Article VII, Article VIII, and Article IX of the Amended and Restated Articles of Incorporation of Hank Lowry Electric, Inc. by written consent on April 9, 2015, in accordance with the provisions of Florida Statute Section 607.0821, and all of the shareholders of the Corporation approved the resolution amending or adding Article III, Article V, Article VII, Article VIII, and Article IX of the Amended and Restated Articles of Incorporation of Hank Lowry Electric, Inc. by written consent on April 9, 2015, in accordance with the provisions of Florida Statute section 607.0704.

7. The effective date of the amendment to the Amended and Restated Article of Incorporation of Hank Lowry Electric, Inc. will be as of the date of filing the Articles of Amendment to the Amended and Restated Articles of Incorporation with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Amended and Restated Articles of Incorporation of Hank Lowry Electric, Inc. this 9th day of April, 2015.

Hank Lowry Electric, Inc.

By:


Henry C. Lowry, Jr., President

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**WRITTEN CONSENT OF THE SHAREHOLDERS OF
HANK LOWRY ELECTRIC, INC.
TO ACTION IN LIEU OF A MEETING
OF THE SHAREHOLDERS OF HANK LOWRY ELECTRIC, INC.
PURSUANT TO FLORIDA STATUTE SECTION 607.0704**

The undersigned, being all of the shareholders of Hank Lowry Electric, Inc., a Florida for profit corporation (hereinafter referred to as the "Corporation"), hereby consent to, authorize, adopt and approve the following corporation action and resolution by written consent in lieu of a meeting of the Shareholders of the Corporation pursuant to Florida Statute Section 607.0704:

RESOLVED, that Article III, Article V, Article VII, Article VIII, and Article IX of the Amended and Restated Articles of Incorporation of Hank Lowry Electric, Inc. are amended or added in the entirety to read as follows:

Article III – Duration

The Corporation shall exist perpetually unless dissolved according to the law.

Article V – Capital Stock

Section 1. The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is twenty thousand (20,000) shares of common stock, each having a par value of one cent (\$.01) per share.

Section 2. All or any portion of the capital stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment for such value shall be conclusive.

Article VII – Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Shareholders. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of the majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

Article VIII – Amendment

The Corporation reserves the right to amend or repeal any provisions contained in this Certificate of Amendment to the Amended and Restated Articles of Incorporation of Hank Lowry Electric, Inc., or any amendment thereto, in the manner provided by law.

Article IX – Directors

Section 1. The initial number of Directors of this Corporation shall be one (1).

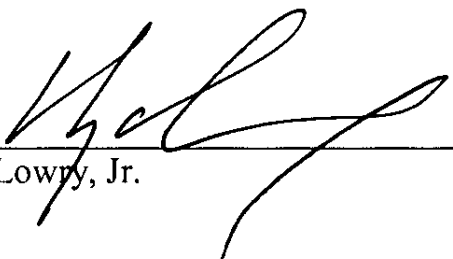
Section 2. The number of Directors may be either increased or diminished from time to time by majority vote of the Shareholders, but there shall always be at least one (1) Director.

Section 3. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

Section 4. Any Director may be removed from office by the holders of the majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of the Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

Section 5. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies.

Dated the 9th day of April, 2015


Henry C. Lowry, Jr.

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**WRITTEN CONSENT OF THE DIRECTORS OF
HANK LOWRY ELECTRIC, INC.
TO ACTION IN LIEU OF A MEETING
OF THE DIRECTORS OF HANK LOWRY ELECTRIC, INC.
PURSUANT TO FLORIDA STATUTE SECTION 607.0821**

The undersigned, being all of the shareholders of Hank Lowry Electric, Inc., a Florida for profit corporation (hereinafter referred to as the "Corporation"), hereby consent to, authorize, adopt and approve the following corporation action and resolution by written consent in lieu of a meeting of the Shareholders of the Corporation pursuant to Florida Statute Section 607.0704:

RESOLVED, that Article III, Article V, Article VII, Article VIII, and Article IX of the Amended and Restated Articles of Incorporation of Hank Lowry Electric, Inc. are amended or added in the entirety to read as follows:

Article III – Duration

The Corporation shall exist perpetually unless dissolved according to the law.

Article V – Capital Stock

Section 1. The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is twenty thousand (20,000) shares of common stock, each having a par value of one cent (\$.01) per share.

Section 2. All or any portion of the capital stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment for such value shall be conclusive.

Article VII – Bylaws

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Article VIII – Amendment

The Corporation reserves the right to amend or repeal any provisions contained in this Certificate of Amendment to the Amended and Restated Articles of Incorporation of Hank Lowry Electric, Inc., or any amendment thereto, in the manner provided by law.

Article IX – Directors

Section 1. The initial number of Directors of this Corporation shall be one (1).

Section 2. The number of Directors may be either increased or diminished from time to time by majority vote of the Shareholders, but there shall always be at least one (1) Director.

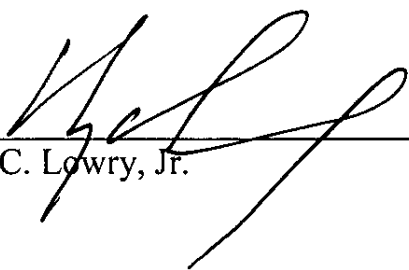
Section 3. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

Section 4. Any Director may be removed from office by the holders of the majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of the Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

Section 5. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies.

FURHTER RESOLVED, that the Board of Directors hereby recommends that the shareholders of the Corporation adopt and approve the resolution amending Article III, Article V, Article VII, Article VIII, and Article IX of the Amended and Restated Articles of Incorporation of Hank Lowry Electric, Inc.

Dated the 9th day of April, 2015



Henry C. Lowry, Jr.

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