

TRANSMITTAL LETTER

P01000020214

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Florida Demolition, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

000003748240--3  
-02/22/01--01117--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

FROM: Paul Dolnier  
Name (Printed or typed)

7091 Mosely Street  
Address

Hollywood, Fla. 33024  
City, State & Zip

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 FEB 22 PM 4: 03

FILED

→ 954-989-9760  
Daytime Telephone number

No answer called about

NOTE: Please provide the original and one copy of the articles.

\* Please use the enclosed Express <sup>Prioritely</sup>

(prepaid) Mail envelope to return papers to corporation

Articles Of Incorporation  
Of  
**Florida Demolition, Inc.**  
For-Profit Corporation

FILED  
01 FEB 22 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article One**

The Name of the corporation shall be :

**Florida Demolition, Inc.**

**Article Two**

The principal place of business and mailing address shall be :

**7520 NW 7<sup>th</sup> Avenue,  
Miami, Florida 33150**

**Article Three**

The purpose for which this corporation is organized is :

**Demolition and Building and Salvage Services  
and any related business services**

**Article Four**

The number of shares of stock is :

**1000 Shares of Common Stock  
at Non-Par Value**

**Article Five**

The names and addresses of the officers of the corporation are  
As follows :

**President** Robert Arena  
7520 NW 7<sup>th</sup> Avenue, Miami, Florida

**Vice-President** Robert Arena  
7520 NW 7<sup>th</sup> Avenue, Miami, Florida

**Sec/Treasurer** Robert Arena  
7520 NW 7<sup>th</sup> Avenue, Miami, Florida

**Article Six**

The Name and Florida Street Address of the Registered Agent is :

Paul M. Dolnier  
7520 NW 7<sup>th</sup> Avenue  
Miami, Florida  
33150

**Article Seven**

The name and address of the Incorporator is :

Paul M. Dolnier  
7091 Moseley Street  
Hollywood, Florida  
33024

Having been named as Registered agent to accept service of process for the above mentioned corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Paul Dolner  
Signature Registered Agent

2-19-2001  
Date

Paul Dolner  
Signature Incorporator

2-19-2001  
Date

#### Article Eight

During the initial meeting of the corporation and its officers the following resolution was proposed, accepted and approved by a vote of the corporation officers  
On February 1, 2001 as stated in the following agreement :

#### Indemnification Agreement and Covenant Not To Sue

Agreement, made and entered into as of February 1, 2001, between Florida Demolition, Inc.  
A Florida Corporation (application pending) and Robert Arena, (collectively herein, the Indemnities)

#### Witnessed

WHEREAS, at the request of the Corporation, Indemnities currently serve as Officers and/or Directors Of the corporation may, therefore, be subjected to actions, suits or proceedings by reason of such service and;

WHEREAS, the parties desire to set forth their agreement regarding indemnification;  
NOW, THEREFORE, for and in consideration of the mutual promises contained herein,  
and other good and value consideration, the parties agree as follows:

1. Acts or Omissions Covered by this agreement. The Agreement shall cover any act or omission by Indemnities which:
  - 1.1 Occurs or is alleged to have occurred by reason of its being or have been the Officers and/or Directors of the corporation
  - 1.2 Occurs or is alleged to have occurred before, during or after the time when the Indemnities served as Officers and/or Directors of the Corporation
  - 1.3 Gives rise to, or is the direct or indirect subject of a claim in any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative or any investigative action, at any time or times whether during or after the Indemnities services as officers and/or Directors of the Corporation.
  
2. **Indemnity and Covenant Not to Sue.** Subject to the provisions of Florida Statute Section 607.0850:
  - 2.1 The Corporation shall indemnify, to the fullest extent permitted by the corporation's articles of Incorporation and by laws, and regardless of any by-law provision to the contrary, Indemnities, from and against any expenses (including attorney's fees), judgments, fines, taxes, penalties and amounts paid in settlement actually and reasonably incurred by the Indemnities in connect with any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative in nature, by reason of the fact that they are or were Officers and/or Directors of the Corporation or was or were serving at the request of the corporation as officers and/or Directors.
  - 2.2 The Corporation agrees that it will never institute any action or suit at law or in equity against Indemnities, nor institute, prosecute, or in any way aid in the institution or prosecution of any claim, demand, action or cause of action for damages, loss of services, expenses, or compensation for or on account of any damage, loss or injury either to persons or property, or both whether developed or undeveloped, resulting or to result, known or unknown, past present, or future, arising out of Indemnities services to the corporation