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09/09/05--01061--001 **78.75

EFFECTIVE DATE
08-05-05

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 AUG -9 AM 7:43

WOS-37656

B. McKnight AUG 23 2005

PETERSON & MYERS, P.A.

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MICHAEL W. CREWS (1941-1991)

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ANDREA TEVES SMITH
KEITH H. WADSWORTH
THEODORE W. WEEKS, IV
KERRY M. WILSON

August 18, 2005

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: A & S Construction, Inc. (Undistinguishable name) / Aiossa Construction, Inc.
Ref. Number: W05000037656

Gentlemen:

Pursuant to the enclosed Florida Department of State Letter Number: 205A00051241, please find enclosed for filing the original and one copy of the Articles of Incorporation for the proposed Florida corporation, Aiossa Construction, Inc. Please note, this firm's check in the amount of \$78.75 has previously been filed with your office with the rejected filing of A & S construction, Inc.

Upon approval and filing of these articles, please furnish a certified copy to the attention of:

John S. Sarrett, Esquire
Peterson & Myers, P.A.
Post Office Box 1079
Lake Wales, Florida 33859-1079

If anything further is required or additional concerns arise regarding this proposed corporation, please call me. Thank you for your assistance in this matter.

Sincerely,


John S. Sarrett

JSS:al
Enclosures
xc: Nicholas L. Aiossa without enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 10, 2005

JOHN S SARRETT
PETERSON & MYERS PA
PO BOX 1079
LAKE WALES, FL 33859

SUBJECT: A & S CONSTRUCITON, INC.
Ref. Number: W05000037656

We have received your document for A & S CONSTRUCITON, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 205A00051241

**ARTICLES OF INCORPORATION
OF
AIOSSA CONSTRUCTION, INC.
(a corporation for profit)**

The undersigned, for the purpose of forming a corporation for profit under the provisions of the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

EFFECTIVE DATE
08-05-05

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The name of this corporation is **AIOSSA CONSTRUCTION, INC.**

**ARTICLE II
DURATION**

This corporation shall have perpetual duration. The corporate existence shall begin on August 5, 2005.

**ARTICLE III
PURPOSES AND POWERS**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

The corporation shall have all the rights, privileges and powers now or hereafter available to corporations for profit under the laws of the State of Florida.

**ARTICLE IV
AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is **One Thousand (1,000) shares** of common stock. Such shares shall consist of one class only and shall have a par value of \$1.00 per share.

**ARTICLE V
PRINCIPAL OFFICE**

The street address of the corporation's initial principal office shall be **41 Fairchild Street, Babson Park, Florida 33827** and the corporation's initial mailing address shall be the same.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is **41 Fairchild Street, Babson Park, Florida 33827**, and the name of its initial registered agent at that office is **Nicholas L. Aiossa**.

ARTICLE VII
MANAGEMENT OF THE CORPORATION'S AFFAIRS

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors of the corporation.

ARTICLE VIII
OFFICERS

The officers of the corporation shall consist of a president, a vice president, a treasurer, a secretary, and such other officers as may be authorized by the bylaws. The officers shall be elected by the board of directors. An officer need not be a resident of the State of Florida nor a shareholder of the corporation.

ARTICLE IX
INITIAL OFFICERS

The names of the persons who shall serve as officers of the corporation until the first election of officers by the board of directors are as follows:

President:	Nicholas L. Aiossa
Vice President:	Charles P. Black
Secretary:	Dennis A. Zieleger
Treasurer:	Denver E. Simmons

ARTICLE X
BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation shall be **four (4)**. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. Members of the board of directors need not be residents of the State of Florida nor shareholders of the corporation. The directors shall be elected at the first annual shareholders' meeting and at each annual shareholders' meeting thereafter, and shall hold office, in the manner set forth in the bylaws. Directors shall be removed and vacancies filled in the manner provided in the bylaws.

The name and address of each person who shall serve as a member of the initial board of directors are as follows:

Nicholas L. Aiossa
41 Fairchild Street
Babson Park, Florida 33827

Charles P. Black
41 Fairchild Street
Babson Park, Florida 33827

Dennis A. Zieleger
41 Fairchild Street
Babson Park, Florida 33827

Denver E. Simmons
41 Fairchild Street
Babson Park, Florida 33827

ARTICLE XI
NAMES AND ADDRESSES OF INCORPORATORS

The name and address of the incorporator of this corporation are as follows:

Nicholas L. Aiossa
41 Fairchild Street
Babson Park, Florida 33827

ARTICLE XII
BYLAWS

The initial bylaws for the corporation shall be made and adopted by the board of directors of the corporation and may thereafter be amended, altered, or rescinded only in accordance with the provisions of the bylaws or the Florida Business Corporation Act, or any successor thereto.

ARTICLE XIII
MEETINGS OF THE SHAREHOLDERS

Annual and specially called meetings of the shareholders of this corporation shall be held as provided in the bylaws.

ARTICLE XIV
QUORUM AT SHAREHOLDERS' MEETING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders of the corporation.

ARTICLE XV
AMENDMENT OF ARTICLES

The corporation reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming this corporation for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 5th day of August, 2005.

Signed, sealed and delivered in the presence of:

Jennifer Fleites
Print Name: Jennifer Fleites

Nicholas L. Aiossa
Nicholas L. Aiossa

John S. Sarrett
Print Name: John S. Sarrett

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this August 5, 2005, by Nicholas L. Aiossa, who is personally known to me or who have each produced a driver's license as identification.



Jennifer Fleites
Notary Public
Print Name: _____
My Commission Expires: Aug 6, 2006

Jennifer Fleites
Print Name: Jennifer Fleites

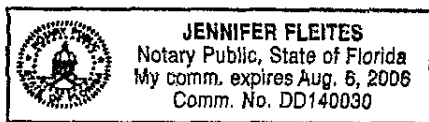
Charles P. Black
Charles P. Black

John S. Sarrett
Print Name: John S. Sarrett

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this August 5, 2005, by Charles P. Black, who is personally known to me or who have each produced a driver's license as identification.



Jennifer Fleites
Notary Public
Print Name: _____
My Commission Expires: Aug 6, 2006

Jennifer Fleites
Print Name: Jennifer Fleites

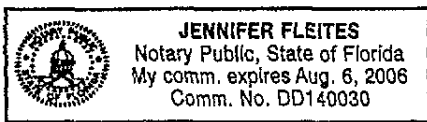
Dennis A. Zieleger
Dennis A. Zieleger

John S. Sacchetti
Print Name: John S. Sacchetti

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this August 5, 2005, by **Dennis A. Zieleger**, who is personally known to me or who have each produced a driver's license as identification.



Jennifer Fleites
Notary Public
Print Name: _____
My Commission Expires: Aug 6, 2006

Jennifer Fleites
Print Name: Jennifer Fleites

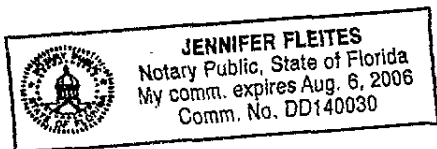
Denver E. Simmons
Denver E. Simmons

John S. Sacchetti
Print Name: John S. Sacchetti

STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this August 5, 2005, by **Denver E. Simmons**, who is personally known to me or who have each produced a driver's license as identification.



Jennifer Fleites
Notary Public
Print Name: _____
My Commission Expires: Aug 6, 2006

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: August 5, 2005


NICHOLAS L. AIOSSA

FILED
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DIVISION OF CORPORATIONS
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