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ORDER TIME : 10:37 AM	
ORDER NO. : 600385-005	
CUSTOMER NO: 121501	<u>.</u>
CUSTOMER: C. Holt Smith C. Holt Smith	
Suite 930 233 East Bay Jacksonville,	
DOMESTI	<u>C FILING</u>
NAME: CONSOLI INC.	DATED SYSTEM SERVICES,
EFFECT1	VE DATE:
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CONTACT PERSON: Susie K	

### ARTICLES OF INCORPORATION

of

# CONSOLIDATED SYSTEM SERVICES, INC.

(a corporation)

Executed by the undersigned for the purposes of forming a Florida Corporation under Chapter 607, Florida Statues (2004):

### ARTICLE I. NAME AND ADDRESS

The name and address of the corporation is:

CONSOLIDATED SYSTEM SERVICES, INC. 11243-4 St. Johns Industrial Parkway S. Jacksonville, Florida 32246 05 SEP 16 PM 1: 13 SLONLIANT OF STATE TALLAHASSEE, FLORIDA

# ARTICLE II. DURATION AND COMMENCEMENT

This corporation shall exist perpetually and shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

### ARTICLE III. PURPOSES

This corporation is organized for the following purposes:

- 1. Underground utility systems pipe bursting services;
- 2. To hire and/or train personnel to carry out these purposes;
- 3. To rent, lease, purchase and/or own facilities and equipment which are sufficient for the conduct and/or operation of the purposes of the corporation; and
- 4. To transact any and all lawful business for which corporations may be incorporated or organized under the laws of the State of Florida.

### ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of Five Dollar (\$5.00) per share par value common stock which shall be designated common shares, all of which shall be the same class.

### ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of this corporation. The holder of each outstanding common share shall be entitled to one (1) vote per share unless otherwise provided in the By-Laws.

### ARTICLE VI. MANAGEMENT

The business of this corporation shall be managed by a Board of Directors chosen by the Shareholders or the Shareholders may elect to have the corporation managed by the Shareholders acting as Directors, in which case the terms shall be used interchangeably herein, pursuant to Chapter 607, Florida Statues (2004).

### ARTICLE VIL INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial Registered Agent of this corporation is 233 E. Bay Street, Ste. 930, Jacksonville, Florida 32202, and the name of the initial Registered Agent of this corporation at that address is C. HOLT SMITH, III, ESQUIRE.

### ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially, the number of which may be increased or decreased from time to time according to the By-Laws of this corporation, but shall never be less than one (1) Director. The name and address of the initial Directors of this corporation are:

DALE O. CLARK:

11243-4 St. Johns Industrial Parkway S.

Jacksonville, Florida 32246

ANDREW MAYER:

11243-4 St. Johns Industrial Parkway S.

Jacksonville, Florida 32246

# ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

ANDREW MAYER:

11243-4 St. Johns Industrial Parkway S

Jacksonville, Florida 32246

### ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscribing Incorporator has hereunto set his hand and seal this 5 day September 2005 for the purpose of forming this corporation under the laws of the State of Florida.

ANDREW MAYER (Incorporator)

STATE OF FLORIDA COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared ANDREW MAYER, who executed the foregoing instrument as Incorporator of CONSOLIDATED SYSTEM SERVICES, INC., a corporation named herein and, acknowledged before me that he executed the same as such Incorporator, in the name of and on behalf of the said corporation. He is 10 personally known to me\_\_\_ or has 10 produced \_\_\_\_\_\_ as identification and did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this day of September, 2005.

(SEAL)



Loria Canelle

Typed/printed name of Notary

My Commission Expires TUY 11,08

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OF OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

First, that CONSOLIDATED SYSTEMS SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named C. HOLT SMITH, III, ESQUIRE, located at 233 E. Bay Street, Ste. 930, Jacksonville, Florida 32202, as its Agent to accept service of process within Florida.

CONSOLIDATED SYSTEM SERVICES, INC.

DATED: September 15, 2005

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

C. HOUT SMITH, ILL, ESQUIRE

Registered Agent

DATED: September /5, 2005