



F69388

ACCOUNT NO. : 072100000032

REFERENCE : 229247 3487A

AUTHORIZATION :

COST LIMIT :

Patricia Pigott
\$15.45

ORDER DATE : May 5, 1999

ORDER TIME : 2:26 PM

ORDER NO. : 229247-005

CUSTOMER NO: 3487A

CUSTOMER: Ms. Kristen Gaines
Icard Merrill Cullis Timm
2033 Main Street, Suite 600
P. O. Drawer 4195
Sarasota, FL 34237

*Amended &
Restated
Articles*

700002864207--5

DOMESTIC AMENDMENT FILING

RECEIVED
99 MAY -5 PM 3:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NAME: WILSON EXCAVATORS, INC.

FICTIVE DATE:

FILED
99 MAY -5 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

DDR
5/5/99

ARTICLES OF AMENDMENT
AND RESTATEMENT OF THE
ARTICLES OF INCORPORATION OF

WILSON EXCAVATORS, INC.

FILED
99 MAY -5 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1007, Florida Statutes, this Corporation adopts the following Articles of Amendment and Restatement to its Articles of Incorporation:

1. This Corporation hereby amends and restates its Articles of Incorporation originally dated March 3, 1982 and filed as document number F69388.
2. The name of the Corporation is Wilson Excavators, Inc.
3. This Corporation's Articles of Incorporation are hereby amended and restated, as follows:

ARTICLE I - NAME

The name of the Corporation is WILSON EXCAVATORS, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any lawful act, activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - PRINCIPAL OFFICE

The principal office and mailing address of this Corporation is 552 Catarzi Way, Sarasota, Florida 34232.

ARTICLE V - CAPITAL STOCK

The shares of stock of the Corporation shall consist of only one class of stock. The number of shares of stock this Corporation is authorized to issue and have outstanding is One Thousand (1000) shares of Common Stock, without par value. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote

for each share on all matters on which shareholders have the right to vote.

ARTICLE VI - REGISTERED AGENT AND ADDRESS

The street address of the Corporation's registered office is 5335 Sarapointe Drive, Sarasota, Florida 34232. The registered agent for the Corporation at that address is Robert H. Wilson.

ARTICLE VII - DIRECTORS

The board of directors shall consist of not less than one (1) member. The names and address of the persons who will serve on the board of directors are:

- Robert H. Wilson, 552 Catarzi Way, Sarasota, Florida 34232
- Lillie M. Wilson, 552 Catarzi Way, Sarasota, Florida 34232
- Robert H. Wilson, Jr., 552 Catarzi Way, Sarasota, Florida 34232
- Donald Wilson, 552 Catarzi Way, Sarasota, Florida 34232

ARTICLE VIII - INCORPORATOR

The name and address of the original incorporator to these Articles of Incorporation is: Robert H. Wilson, 552 Catarzi Way, Sarasota, Florida 34232

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

The Articles of Incorporation may be amended in certain instances by the Board of Directors pursuant to applicable law and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE XI - SHAREHOLDER ACTION

An affirmative vote of a majority of the shares of the capital stock of the Corporation shall be required for any Shareholder action.

4. The Articles of Amendment and Restatement to the Articles of Incorporation requires Shareholder approval. These Articles of Amendment and Restatement to the Articles of Incorporation are approved by the Shareholders. The number of votes cast for the Articles of Amendment and Restatement to the Articles of Incorporation were sufficient for approval. These Amended and Restated Articles were adopted on December 15, 1998.

IN WITNESS WHEREOF, the undersigned Officer of this Corporation has executed these Articles of Amendment and Restatement to Articles of Incorporation as of December 15, 1998.

WILSON EXCAVATORS, INC.

By: 
ROBERT H. WILSON, President

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