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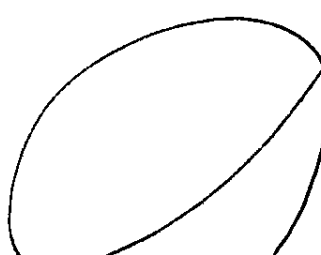
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: BuildComm Corp.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

ADDITIONAL COPY REQUIRED

FROM: Gregory Hunt
Name (Printed or typed)

6028 Amies Way
Address

Milton, FL 32570
City, State & Zip

850-313-8822
Daytime Telephone number

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

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

Article of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

ARTICLE I NAME

The name of the corporation shall be:

BuildComm Corp. (hereinafter referred to as the "Corporation")

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

The principal office for the transaction of the activities and affairs of the Corporation ("principal office") is located at 6028 Arnies Way, Milton, Florida 32570. The Board of Directors/Trustees ("board") may change the principal office from one location to another. Any change of location of the principal office shall be noted by the secretary on these bylaws opposite this Section, or this Section may be amended to state the new location.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

This Corporation is a Non-Profit Public Benefit corporation and is not organized for the private gain of any person. It is organized exclusively for the public, charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

This Corporation is organized and at all times shall be operated exclusively for the benefit of:

Promoting the education, social welfare and well being of disadvantaged, poor, under privileged low/no income individuals and needy families living in Florida, the United States and foreign countries;

Acquiring and/or developing community housing facilities for disadvantaged-low income individuals and needy families within Florida, the United States and foreign countries;

Establishing and enhancing living communities that will nurture community growth and foster self-sufficiency among community members, disadvantaged individuals and needy families;

Acquiring and/or developing community entertainment and recreation facilities and programs that will nurture community growth for community members, disadvantaged-low income individuals and needy families within Florida, the United States and foreign countries;

Providing entrepreneurial/business and employment/training opportunities that will assist individuals and families in becoming self-sufficient;

Establishing educational and recreational facilities for school aged children living within the established community;

Establishing health care facilities including but not limited to clinics and hospitals; and,

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TALLAHASSEE, FLORIDA

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Acquiring and/or establishing Veterans rehabilitation, health and mental care facilities, employment assistance, assistance for the homeless and civilian job skills training to provide needed services to our countries service persons;

Providing leadership and management for the services and programs developed.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors/trustees and officers are elected or appointed:

Directors/Trustees

The authorized number of directors/trustees shall be neither less than three (3) nor more than nine (9) directors/trustees until changed by amendment to these bylaws. The exact number of authorized directors/trustees shall be three (3) until changed, within the limits specified above, by a bylaw amending this section, duly adopted by the board of directors. The maximum or minimum number of directors/trustees cannot be changed, nor can a fixed number be substituted for the maximum and minimum numbers, except by a duly adopted amendment to the articles of incorporation or by an amendment to this bylaw duly approved by a majority of the board directors. No amendment may change the stated number of authorized directors/trustees to less than three.

All directors shall be elected at each annual meeting of the directors; however, if any such directors are not elected at any annual meeting, they may be elected at any special meeting held for that purpose or by written ballot. Each such director, including a director elected to fill a vacancy or elected at a special meeting, shall hold office until expiration of the term for which elected and until a successor has been elected and qualified. Directors may be elected for terms up to six years. The Founding Director(s) shall hold permanent life membership on the Board of Directors unless changed by an amendment to this section.

A vacancy or vacancies on the board shall exist on the occurrence of the following: (a) the death, resignation or removal of any director; (b) the declaration by resolution of the board of a vacancy in the office of a director who has been declared of unsound mind by an order of court or convicted of a felony, or, if the Corporation holds assets in charitable trust, has been found by a final order or judgment of any court to have breached a duty provided, however, that a director who is designated as a director, rather than elected, may only be removed with the written consent of the board; and (c) the increase of the authorized number of directors. A director's failure to attend four (4) consecutive regularly scheduled board meetings is cause for removal.

A majority of the directors in office may remove any board-elected director and any designated director with or without cause.

Except as provided below, any director may resign by giving written notice to the chairperson of the board, the president, the secretary, or the board of directors. Resignations shall be effective when the notice is given unless it specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the board may elect a successor to take office as of the date when the resignation becomes effective. If a director's resignation would leave the Corporation without any duly elected directors in charge of its affairs, that director may not resign without first giving notice to the Attorney General.

Vacancies on the board may be filled by a majority of directors then in office, whether or not less than a quorum, or by a sole remaining director. The term of office of a director elected to fill a vacancy shall run until the next annual meeting of directors, and such director shall hold office until a successor is elected and qualified.

No reduction of the authorized number of directors shall have the effect of removing any director before the director's term of office expires.

Officers

Officers of the Corporation. The officers of the Corporation shall be a president, a vice-president, secretary and a treasurer. The Corporation may also have, at the board's discretion, a chairperson of the board, one or more vice-presidents, one or more assistant secretaries, one or more assistant treasurers, and such other officers as may be appointed. Any number of offices may be held by the same person, except that neither the secretary nor the treasurer may serve concurrently as either the president or the chairperson of the board.

Election of Officers. The officers of the Corporation, except Founding Director/s Trustees, shall be chosen annually by the board and shall serve at the pleasure of the board, subject to the rights, if any, of any officer under any contract of employment.

Other Officers. The board may appoint and may authorize the chairperson of the board, the president, or other officer, to appoint any other officers that the Corporation may require. Each officer so appointed shall have the title, hold office for the period, have the authority, and perform the duties specified in the bylaws or determined by the board.

Removal of Officers. Without prejudice to any rights of an officer under any contract of employment, any officer may be removed with or without cause by the board and also, if the officer was not chosen by the board, by any officer on whom the board may confer that power of removal.

Resignation of Officers. Any officer may resign at any time by giving written notice to the Corporation. The resignation shall take effect as of the date the notice is received or at any later time specified in the notice and, unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to the rights, if any, of the Corporation under any contract to which the officer is a party.

Vacancies in Office. A vacancy in any office because of death, resignation, removal, disqualification or any other cause, shall be filled in the manner prescribed in these bylaws for regular appointments to that office, provided, however, that vacancies need not be filled on an annual basis.

ARTICLE V INITIAL DIRECTORS/TRUSTEES AND/OR OFFICERS

List name(s), address(es), specific title(s), powers, responsibilities, etc:

Gregory Hunt, 6028 Arnies Way, Milton, FL, Founding Director/Trustee, Chairman of the Board
Eugenia Hunt, 6028 Arnies Way, Milton, FL, Founding Director/Trustee
Edmond Bergeron, 346 Merrill Dr., Milton, FL, Director/Trustee

The officers of the corporation are:

Gregory Hunt, 6028 Arnies Way, Milton, FL, President
Eugenia Hunt, 6028 Arnies Way, Milton, FL, Vice President, Treasurer
Edmond Bergeron, 346 Merrill Dr., Milton, FL, Secretary

Powers of the Directors/Trustees. Subject to the limitations of the articles of incorporation, these bylaws and the provisions of the Florida Nonprofit Benefit Corporation Law and any other applicable laws, the Corporation's activities and affairs shall be managed, and all corporate

powers shall be exercised, by or under the direction of the board of directors/trustees. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the directors/trustees shall have the power to:

- (a) appoint and remove, at the pleasure of the board, all of the Corporation's officers, agents and employees; prescribe powers and duties for them that are consistent with law, with the articles of incorporation, and with these bylaws; fix their compensation and require from them security for faithful performance of their duties;
- (b) change the principal office or the principal business office in Florida from one location to another;
- (c) adopt, use and alter the form of a corporate seal;
- (d) borrow money and incur indebtedness on behalf of the corporation and cause to be executed and delivered for the Corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities.

Place of Meetings. Regular meetings of the board shall be held at any place within or outside Florida that has been designated by resolution of the board or in the notice of the meeting or, if not so designated, at the principal office of the Corporation.

Meetings by Telephone. Any meeting may be held by conference telephone or similar communication equipment as long as all directors participating in the meeting can hear one another. All such directors shall be deemed to be present in person at such a meeting.

Annual Directors' Meetings. An annual meeting of directors shall be held on the first Monday of March each year, at 10:30 a.m. for purposes of organization, election of directors and officers for the coming year, and transaction of other business. Annual and regular meetings of the board may be held without notice.

Other Regular Meetings. Other regular meetings of the board of directors may be held without notice at such time and place as the board of directors may fix from time to time.

Special Meetings. Special meetings of the board of directors for any purpose may be called at any time by the chairperson of the board, the president, and vice-president, the secretary or by any two directors.

Written notice of the time and place of special meetings shall be given to each director by one of the following methods: (a) By personal delivery; (b) by first-class mail, postage prepaid; (c) by telephone, either directly to the director or a person at the director's office who would reasonably be expected to communicate that notice promptly to the director; or (d) by telegram, charges prepaid.

All such notices shall be given or sent to the director's address or telephone number as shown on the records of the Corporation. Notices sent by first-class mail shall be deposited in the United States mail at least four (4) days before the time set for the meeting. Notices given by personal delivery, telephone or telegraph shall be delivered,

telephoned, or given to the telegraph company at least forty-eight (48) hours before the time set for the meeting.

The notice shall state the time of the meeting, and the place, if the place is other than the principal office of the Corporation. It need not specify the purpose of the meeting.

Quorum. Presence of a majority of the authorized number of directors at a meeting of the board of directors constitutes a quorum for the transaction of business, except to adjourn. Every action taken and decision made by a majority of directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the board of directors unless a greater number, or the same number after disqualifying one or more directors from voting, is required by law, by the articles of incorporation or by these bylaws, including without limitation those provisions of the Florida Nonprofit Public Benefit Corporation Law relating to (a) approval of contracts or transactions in which a director has a direct or indirect material financial interest, (b) approval of certain transactions between corporations having common directorships, (c) creation of and appointments to committees of the board, and (d) indemnification of directors. A meeting at which a quorum is initially present may continue to transact business despite the withdrawal of directors, provided that any action taken or decision made is approved by at least a majority of the required quorum for that meeting.

Waiver of Notice. Notice of a meeting, although otherwise required, need not be given to any director who (a) either before or after the meeting signs a waiver of notice or a consent to the holding of the meeting without being given notice or (b) signs an approval of the minutes of the meeting, or (c) attends the meeting without protesting the lack of notice before or at the beginning of the meeting. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents and approvals of the minutes shall be filed with the corporate records or made a part of the minutes of the meetings.

Adjournment. A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

Notice of Adjourned Meeting. Notice of the time and place of holding an adjourned meeting need not be given unless the original meeting is adjourned for more than 24 hours. If the original meeting is adjourned for more than 24 hours, notice of any adjournment to another time and place shall be given, before the time of the adjourned meeting, to the directors who were not present at the time of the adjournment.

Action Without a Meeting. An action that the board is required or permitted to take may be taken without a meeting if all members of the board consent in writing to the action; provided, however, that the consent of any director who had a material financial interest in a transaction to which the Corporation is a party and who is an interested director Florida Corporation Code shall not be required for approval of that transaction. Such action by written consent will have the same force and effect as any other validly approved action of the board. All such consents shall be filed with the minutes of the proceedings of the board.

Compensation and Reimbursement. Directors may receive such compensation for their services as directors or officers, and such reimbursement of expenses as the board may determine by resolution to be just and reasonable as to the corporation at the time the resolution is adopted.

Committees of the Board. The board, by resolution adopted by a majority of the directors then in office, provided a quorum is present, may create one or more committees, each consisting of two or more directors and no person who are not directors, to serve at the pleasure of the board. Appointments to committees of the board shall be by majority vote of the directors then in office. The board may appoint one or more directors as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee, to the extent provided in the board resolution, shall have all the authority of the board, except that no committee, regardless of board resolution, may: (i) fill vacancies on the board or on any committee that has the authority of the board; (ii) fix compensation of the directors for serving on the board or on any committee; (iii) amend or repeal bylaws or adopt new bylaws; (iv) amend or repeal any resolution of the board that by its express terms is not so amendable or repealable; (v) create any other committees of the board or appoint the members of committees of the board; (vi) expend corporate funds to support a nominee for director after more people have been nominated for director than can be elected; or (vii) approve any contract or transaction to which the Corporation is a party and in which one or more of its directors has a material financial interest, except as special approval is provided for in the Florida Corporations Code.

Meetings and Action of Committees. Meetings and actions of committees of the board shall be governed by, held and taken in accordance with the provisions of these bylaws concerning meetings and other board actions, except that the time for regular meetings of such committees and the calling of special meetings of such committees may be determined either by board resolution, or, if there is none, by resolution of the committee of the board. Minutes of each meeting of any committee of the board shall be kept and shall be filed with the corporate records. The board may adopt rules for the government of any committee, provided they are consistent with these bylaws or, in the absence of rules adopted by the board, the committee may adopt such rules.

Responsibilities of Officers.

- (a) **Chairperson of the Board.** If a chairperson of the board is elected, he or she shall preside at meetings of the board and shall exercise and perform such other powers and duties as the board may assign from time to time. If there is no president, the chairperson of the board shall also be the chief executive officer and shall have the powers and duties of the president of the Corporation prescribed by these bylaws.
- (b) **President.** Subject to such supervisory powers as the board may give to the chairperson of the board, if any, and subject to the control of the board, the president shall be the general manager of the Corporation, shall supervise, direct, and control the Corporation's activities, affairs and officers. The president shall preside, in the absence of the chairperson of the board, at all board meetings. The president shall have powers and other duties as the board or the bylaws may prescribe.
- (c) **Vice President.** If the president is absent or disabled, the vice presidents, if any, in order of their rank as fixed by the board, or, if not-ranked, a vice president designated by the board, shall perform all duties of the president. When so acting, a vice president shall have all the powers of and be subject to all restrictions on the president. The vice president shall have such other powers and perform such other duties as the board or the bylaws may prescribe. The duties of the assistant vice-president shall be the same unless otherwise determined by the Board.

(d) **Secretary.**

- (1) **Book of Minutes.** The secretary shall keep or cause to be kept, at the Corporation's principal office or such other place as the board may direct, a book of minutes of all meetings, proceedings and actions of the board and of committees of the board. The minutes of meetings shall include the time and place that the meeting was held, whether the meeting was annual, regular or special, and if special, how authorized, the notice given, and the name of those present at the board and committee meetings. The secretary shall keep or cause to be kept at the principal office in Florida a copy of the articles of incorporation and bylaws, as amended to date.
- (2) **Notices, Seal and Other Duties.** The secretary shall give or cause to be given notice of all meetings of the board and of committees of the board required by these bylaws to be given. The secretary shall keep the corporate seal in safe custody and shall have such other powers and perform such other duties as the board or the bylaws may prescribe.

(e) **Treasurer.**

- (1) **Books of Account.** The treasurer shall keep and maintain or cause to be kept and maintained adequate and correct books and accounts of the Corporation's properties and transactions. The treasurer shall send or cause to be given to the directors such financial statements and reports as are required to be given by law, by these bylaws, or by the board. The books of account shall be open to inspection by any director at all reasonable times.
- (2) **Deposit and Disbursement of Money and Valuables.** The treasurer shall deposit or cause to be deposited all money and other valuables in the name and to the credit of the Corporation with such depositories as the board may designate, shall disburse the Corporation's funds as the board may order, shall render to the president, and the chairperson of the board, if any, when requested, an account of all transactions as treasurer and of the financial condition of the Corporation, and shall have such other powers and perform such other duties as the board or the bylaws may prescribe.
- (3) **Bond.** If required by the board, the treasurer shall give the Corporation a bond in the amount and with the surety or sureties specified by the board for faithful performance of the duties of the office and for restoration to the Corporation of all of its books, papers, vouchers, money and other property of every kind in the possession or under the control of the treasurer on his or her death, resignation, retirement or removal from office.

Earnings. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for

services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI INDEMNITY

Right of Indemnity. To the fullest extent permitted by law, this Corporation shall indemnify its directors, officers, employees and other persons described in the Florida Corporations Code, including persons formerly occupying any such position, against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that Section, and including any action by or in the name of the Corporation, by reason of the fact that the person is or was a person described in that section. "Expenses," as used in these bylaws, shall have the same meaning as in the Florida Corporations Code.

Approval of Indemnity. On a written request to the board by any person seeking indemnification under the Florida Corporations Code, the board shall promptly determine under of the Florida Corporations Code whether the applicable standard of conduct set forth has been met and, if so, the board shall authorize indemnification.

Advancement of Expenses. To the fullest extent permitted by law and except as otherwise determined by the board in a specific instance, expenses incurred by a person seeking indemnification under the above of these bylaws in defending any proceeding covered by those Sections shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately determined that the person is entitled to be indemnified by the Corporation for those expenses.

Insurance. The Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, directors, employees, if any, and other agents against any liability asserted against or incurred by any officer, director, employee or agent in such capacity or arising out of the officer's, director's, employee's or agent's status as such.

ARTICLE VII RECORDS AND REPORTS

Maintenance of Corporate Records. The Corporation shall keep: (i) adequate and correct books and records of account; ii) written minutes of the proceedings of its boards and committees of the board.

Maintenance and Inspection of Articles and Bylaws. The Corporation shall keep at its principal office in Florida the original or a copy of the articles of incorporation and bylaws, as amended to date.

Inspection by Directors. Every director shall have the absolute right at any reasonable time to inspect the Corporation's books, records, documents of every kind, and physical properties. The inspection may be made in person or by the director's agent or attorney. The right of inspection includes the right to copy and make extracts of documents.

Annual Report. The board shall prepare an annual report and send it to the directors who request it in writing within one hundred twenty (120) days after the end of the Corporation's fiscal year for each fiscal year in which the Corporation receives \$25,000 or more in gross receipts. That report shall contain the following information, in appropriate detail, for the fiscal year: (i) the assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year; (ii) the principal changes in assets and liabilities, including trust funds; (iii) the revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes; (iv) the expenses or disbursements of the Corporation for both general and restrictive purposes; (v) any information required by these bylaws.

The annual report shall be accompanied by any report on it of independent accountants or, if there is no such report, by the certificate of an authorized officer of the corporation that such statements were prepared without audit from the Corporation's books and records.

As stated above, this requirement of an annual report shall not apply if the corporation receives less than \$25,000 in gross receipts during the fiscal year, provided, however, that the information specified above for inclusion in an annual report must be furnished annually to all directors who request it in writing.

Annual Statement of Certain Transactions and Indemnifications. As part of the annual report, the Corporation shall annually prepare and furnish to each director a statement of any transaction or indemnification of the following kind within 120 days after the end of the Corporation's fiscal year:

- (a) any transaction (i) in which the Corporation, its parent or its subsidiary was a party, (ii) in which an "interested person" had a direct or indirect material financial interest, and (iii) which involved more than \$50,000, or was one of a number of transactions with the same interested person involving, in the aggregate, more than \$50,000. For this purpose, an "interested person" is any director or officer of the Corporation, its parent or subsidiary (but mere common directorship shall not be considered such an interest).
- (b) any indemnifications or advances aggregating more than \$10,000 paid during the fiscal year to any officer or director of the Corporation under these bylaws.

If the annual report need not be given, this statement shall still be given to the directors.

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Sherri L. Bergeron, 346 Merrill Dr., Milton, FL 32570

ARTICLE IX INCORPORATOR

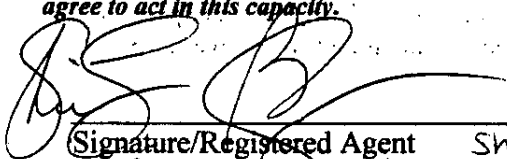
The **name and address** of the Incorporator is:

Gregory Hunt, 6028 Arnies Way, Milton, FL 32570

ARTICLE X EFFECTIVE DATE

November 22, 2008

Having been named as registered agent to accept service of process for the above stated 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.

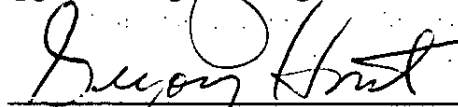


Signature/Registered Agent

Sherri L. Bergeron

11/21/2008

Date



Signature/Incorporator

GREGORY HUNT

11/21/2008

Date

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TALLAHASSEE, FLORIDA