

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Florida Material and Fill, Inc.

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*****78.75 *****78.75

- ☒ Art of Inc. File Cert.
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

FILED
00 JAN 26 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 JAN 25 AM 11:49
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CPB
1-26-00

Signature _____

Requested by: CM 1-25 10:40

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

W-2067



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 25, 2000

CAPITAL CONNECTION, INC.

SUBJECT: FLORIDA MATERIAL AND FILL
Ref. Number: W00000002067

We have received your document for FLORIDA MATERIAL AND FILL 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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 400A00003494

ARTICLES OF INCORPORATION

OF

FLORIDA MATERIAL AND FILL, INC.

FILED
00 JAN 26 PM 3:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1-NAME

The name of the Corporation is **FLORIDA MATERIAL AND FILL, INC.** (hereinafter, "Corporation").

ARTICLE 2-PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 3-PRINCIPAL OFFICE

The address of the principal office of this Corporation is 340 Lee Road, Jacksonville, Florida 32225 and the mailing address is the same.

ARTICLE 4-INCORPORATOR

The name and street address of the Incorporator of this Corporation is:

John Rowan
340 Lee Road
Jacksonville, Florida 32225

ARTICLE 5-OFFICERS

The officers of the Corporation shall be:

President: John Rowan
Secretary: John Rowan
Treasurer: Hendrick C. Debeer

Whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 6-DIRECTOR(S)

The Directors of the Corporation shall be:

John Rowan
Hendrick C. Debeer

Whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7-CORPORATE CAPITALIZATION

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any one time is **ONE THOUSAND (1,000)** shares of common stock, each having the par value of **ONE DOLLAR (\$1.00)**.
- 7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.
- 7.3 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.4 The Board of Directors of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8-SHAREHOLDER'S RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholder's Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholder's Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 9-POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitation or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10-TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11- REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 12-REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office of this Corporation is located at 340 Lee Road, Jacksonville, Florida 32225. The name and address of the registered agent of this Corporation is John Rowan, 340 Lee Road, Jacksonville, Florida 32225.

ARTICLE 13-BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

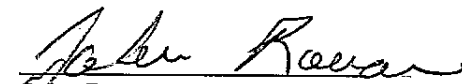
ARTICLE 14-EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15- AMENDMENT

The Corporation reserves the right to amend, alter change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 24th day of January, 2000.


John Rowan, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

John Rowan,, having a business office identical with the registered office of the Corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.


John Rowan

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SECRETARY OF STATE
TALLAHASSEE FLORIDA