| Department of State<br>Division of Corpora<br>P. O. Box 6327<br>Tallahassee, FL 323                              | <b>SOLUCION</b>   | AITTAL LETTER                  | 59          | C)                     | S                                     |   |
|--|---|--------------------------------|-------------|------------------------|---------------------------------------|---|
| SUBJECT:   |   | ng & Plumbing, Inc.            |             |                        |                                       | · · · ·   |
|  | (Proposed corp  | orate name - must include s    | ıffix)      | <u></u>                | · · · · · · · · · · · · · · · · · · · | ی داند (م <del>اریدی) پر در و</del><br>در از<br>در از |
| Enclosed is an origin  | al and one(1) copy of the article   | es of incorporation and a      | <b>米米米米</b> | 3273<br>1/00<br>*78.75 | -01052-                               | <b>9—— 1</b><br>-008<br>*78.75                        |
| ST0.00<br>Filing Fee   | <ul> <li>\$78.75</li> <li>Filing Fee &amp; Certificate of Status</li> </ul> | Tiling Fee<br>& Certified Copy | Status      | te of                  |                                       |   |
| FROM:  | James A. Pilon  | -                              |             |                        |                                       |   |
|  | Name (P   | . –                            |             |                        |                                       |   |
|  | 1000 Tamiami Trail N  | orth, Suite 201                | · .         |                        |                                       | •   |
|  | Ā   |                                | ÓÔ          |                        |                                       |   |
| х.<br>Эр   | Naples, Florida 341   |                                |             |                        |                                       |   |
|  | City, State & Zip   |                                |             |                        |                                       | ······································                |
| and the second | (941) 263-8282  |                                |             |                        | r Ö                                   |   |
| -  | Daytime Te  | AUDA                           | 239         | <u></u>                |                                       |   |
|  | 140 <sup>11</sup>   |                                |             |                        |                                       | — .   |

T. SMITH JUN 0 9 2000

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

# ARTICLES OF INCORPORATION

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## $\mathbf{OF}$

# FRED LEPLEY BUILDING & PLUMBING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

|                                 | <u>ARTICLE I</u>                | <br>* -           | -                 |                                       | - =                                    | -        |
|---------------------------------|---------------------------------|-------------------|-------------------|---------------------------------------|--|----------|
|                                 | CORPORATE NAME                  |                   | SECI<br>TVLL      |                                       | ······································ |          |
| The name of the corporation     |                                 | JUN -<br>ALIAS    |                   | · · · · ·                             | : .                                    |          |
| Fred L                          | Inc.                            |                   |                   | · · · · · · · · · · · · · · · · · · · |  |          |
|                                 | ARTICLE II                      | · –               | ALE<br>ValDV      | >                                     |  |          |
|                                 | DURATION                        |                   | но 22<br>на 1999  | . <u> </u>                            | <br>. · . ·                            | -        |
| This corporation shall have p   | erpetual existence, commenci    | ng on the date of | `the filing o     | fthese                                |  | <u> </u> |
| Articles.                       | -                               | -                 |                   |                                       | ·                                      |          |
|                                 |                                 |                   |                   |                                       |  |          |
|                                 | ARTICLE III                     |                   | - <u>-</u> - '4 A |                                       | · <del>·</del> · ·                     | • ;•     |
| IN                              | ITIAL PRINCIPAL OFFICE          |                   | · ··- ·           |                                       | ···                                    | ÷        |
| The initial principal office of | this corporation shall be locat | ed at 17396 Eas   | t Carnagie        | Circle,                               |  | · -      |
| Ft. Myers, Florida 33912.       |                                 | -                 |                   |                                       |  |          |

#### <u>ARTICLE IV</u>

## <u>PURPOSE</u>

The corporation is organized for the purpose of transacting any or all lawful business.

## <u>ARTICLE V</u>

#### CAPITAL STOCK

The corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated "common shares". The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and regulations issued thereunder. Such actions as are necessary will be taken by the officers of this corporation to accomplish this compliance. This corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

## ARTICLE VI

#### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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#### ARTICLE VII

#### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 17396 East Carnagie Circle, Ft. Myers, Florida 33912, and the name of the initial registered agent of the corporation at that address is Fred Lepley. The officers may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

## ARTICLE VIII

#### **INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the shareholders, but shall never be less than one (1). The name and street address of the initial director are:

Fred Lepley 17396 East Carnagie Circle, Ft. Myers, Florida 33912

#### <u>ARTICLE IX</u>

#### INCORPORATOR

The name and address of the person signing these Articles

are:

Fred Lepley 17396 East Carnagie Circle, Ft. Myers, Florida 33912

#### <u>ARTICLE X</u>

#### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

# ARTICLE X

#### AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders, except the Preemptive Rights created in Article VI, is subject to this reservation.

# ARTICLE XII

## S ELECTION

The Corporation elects to be taxed as a "small business corporation" for income tax purposes under the provisions of Section 1372, Internal Revenue Code, and the proper officers of the corporation are authorized and directed to evidence such election by completing and filing Form 2553 of the United States Treasury Department, Internal Revenue Service.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 26 day of May, 2000.

Lepley Incorporator

# STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 2 C day of May, 2000, by Fred Lepley, who is personally known to me or who produced Fle Drive Lience as identification and who did not take an oath.

(SEAL)

**WOTARY PUBLIC** My Commission Expires: Commission No:

JAMES A. P. LO Typed or Printed Name of Notary

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

THAT, Fred Lepley Building & Plumbing, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Ft. Myers, County of Lee, State of Florida, has named Fred Lepley, 17396 East Carnagie Circle, Ft. Myers, Florida 33912, County of Lee, State of Florida, as its agent to accept service of process within this state.

### ACKNOWLEDGMENT

Having been named to accept service of process of the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

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