

# CAPITAL CONNECTION, INC.

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

*Kilmer Construction, Inc.*

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-08/21/00-01008-013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Signature \_\_\_\_\_

Requested by: LM 8/21 10:09  
Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File Photo
- \_\_\_\_\_ 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 \_\_\_\_\_

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TALLAHASSEE  
SECRETARY OF STATE

1. SMITH AUG 21 2000

**ARTICLES OF INCORPORATION  
OF  
KILMER CONSTRUCTION, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporations Act, adopts the following articles of incorporation for such corporation.

**ARTICLE I – NAME:** The name of the corporation is **KILMER CONSTRUCTION, INC.**

**ARTICLE II – PURPOSE:** This corporation is organized for the purpose of construction and conducting all business or activities legally permitted under the laws of the United States and the State of Florida.

**ARTICLE III - DURATION:** The period of the duration of the corporation is to be perpetual.

**ARTICLE IV – CAPITAL STOCK:** This corporation is authorized to issue 1,000 shares of common stock of no par value.

**ARTICLE V – INITIAL REGISTERED OFFICE:** The street address of the initial registered office of this corporation is 4820 W. Highway 192, Kissimmee, Florida 34746; and the name of the initial registered agent of this corporation at said address is TRACY M. KILMER.

**ARTICLE VI – SHAREHOLDER MANAGEMENT:** This corporation shall not have a Board of Directors, but shall be managed directly by or under the direction of the shareholders.

**ARTICLE VII – OFFICERS:** The business of the corporation is to be conducted by a President and Secretary, and the Stockholders and such other officers,

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agents, or committees as the Stockholders may create, adopt, select and appoint. No officer shall be required to be a Stockholder except the President as a condition precedent to the right to hold office.

**ARTICLE VIII – INCORPORATORS:** The name and address of the Incorporator is:

Tracy M. Kilmer  
4820 W. Highway 192  
Kissimmee, Florida 34746

**ARTICLE IX – RESTRICTIONS ON TRANSFER OF SHARES:** In the event any Shareholder should receive a bona fide offer to purchase any shares, or otherwise transfer any shares, and should any Shareholder desire to sell such share or shares, or be compelled to do so, or should a transfer result or be required for any reason, then the other shareholders shall hold and enjoy the first right and privilege to purchase said shares for the price and on the terms of said bona fide offer or other price as may be fixed in the by-laws of KILMER CONSTRUCTION, INC. The selling Shareholder or person responsible for the transfer, shall notify all other Shareholders and the Secretary of the Corporation by registered mail, in writing, of said offer and all other Shareholders shall have a period of 15 days from receipt thereof within which to notify the Secretary of the Corporation in writing of their desire to purchase said shares for said price and on said terms. Should all other Shareholders fail to do so, the selling or recipient Shareholders shall have the right to accept such other offer or shares. In the event any Shareholders do elect to purchase said share or shares, the Secretary of the Corporation shall allow electing Shareholders to purchase same and shall transfer the records and certificates of shares only to the electing Shareholders in proportion to their number of

shares previously held. The transfer value of any shares which are subject of an involuntary transfer, whether from death, incapacity, divorce, bankruptcy, or any other cause, shall be as established in the by-laws of the corporation.

**ARTICLE X – UN-ISSUED SHARES:** In the event the Corporation should, except as provided in Article IX above, transfer or sell any un-issued shares, the Corporation shall give to all Shareholders the first right and privilege to purchase said shares for the price and on the terms of sale to any other party. The Secretary of the Corporation shall notify all Shareholders in writing of said offer and Shareholders shall have a period of 15 days from receipt thereof within which to notify the Secretary of the Corporation in writing of their desire to purchase said shares for said price and on said terms. Should all Shareholders fail to do so, the Corporation shall have the right to sell the shares to be issued. In the event Shareholders do elect to purchase said shares, they may purchase same in proportion to the number of shares they already hold. Such proportional sale shall be conducted by the Secretary of the Corporation in the manner set forth for sale of shares or transfers by a Shareholder as set forth in Article IX preceding.

**ARTICLE XI – AMENDMENTS:** These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Stockholders by a majority entitled to vote thereon at one (1) vote per share.

IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation this 15<sup>th</sup> day of August, 2000.

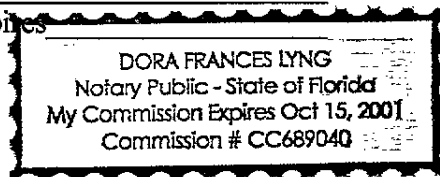
Tracy M. Kilmer  
TRACY M. KILMER

STATE OF FLORIDA  
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared TRACY M. KILMER, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15 day of August, 2000.

Dora Frances Lyng  
Notary Public, State of Florida at Large  
Printed Name: Dora Frances Lyng  
My Commission No. \_\_\_\_\_  
My Commission Expires \_\_\_\_\_



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

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

THAT KILMER CONSTRUCTION, INC., desiring to organize or qualify under the laws  
of the State of Florida, with its principal place of business at 4820 W. Highway 192,  
Kissimmee, Florida 34746, Osceola County, has named TRACY M. KILMER at said  
address as its agent to accept service of process within Florida.

Signature: Tracy M. Kilmer  
Corporate Officer

Printed Name: Tracy M. Kilmer

Date: 8-15-00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

Tracy M. Kilmer  
Tracy M. Kilmer, Registered Agent

Date: 8-15-00