



LAW OFFICES OF

J.D. LEWIS, III  
& ASSOCIATES, P.A.

J.D. LEWIS III, ESQ., P.A.  
MICHAEL J. MORTELL, ESQ., P.A.  
J.D. LEWIS IV, ESQ., P.A.

ATTORNEYS & COUNSELORS AT LAW

P000000 97676

October 12, 2000

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

EFFECTIVE DATE  
10-12-00

FILED  
00 OCT 16 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Articles of Incorporation  
CUNNINGHAM-BROWN CONTRACTORS, INC.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for CUNNINGHAM-BROWN CONTRACTORS, INC., along with our check in the amount of \$78.75. Please file the articles and return a certified copy to this office.

Thank you for your cooperation.

Sincerely,

Lisa Del Conte, Legal Assistant to:  
J. D. Lewis, III, Esquire

Enclosures

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-10/16/00--01106--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

F. CHESSEN OCT 17 2000

1115 EAST OCEAN BLVD., STUART, FLORIDA 34996-2588  
REPLY TO: P.O. DRAWER 476, STUART, FLORIDA 34995-0476  
(561) 286-7861 • ST. LUCIE COUNTY (561) 335-1996 • 1-800-338-4459 • FAX (561) 288-2013

**ARTICLES OF INCORPORATION**  
**OF**  
**CUNNINGHAM-BROWN CONTRACTORS, INC.**

FILED  
DO OCT 16 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

EFFECTIVE DATE  
10-12-00

**ARTICLE I - NAME**

The name of the corporation is **CUNNINGHAM-BROWN CONTRACTORS, INC.**

**ARTICLE II - NATURE OF BUSINESS**

The general character, purpose and nature of the business to be transacted by this corporation is the construction of homes; buildings and related services as well as:

(a) To acquire by purchase, lease, or otherwise, lands and interest in lands, and to own, hold, improve, develop and be erected on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporations; to buy, sell, mortgage, exchange, lease, hold for investment or otherwise use and operate real estate of all kinds improved, or any right or interest therein.

(b) To acquire by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful, in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by this corporation.

(c) To carry on in any capacity any business or trade deemed legal in the state of Florida.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and to engage in the same or other character of business.

(f) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other or any character of business legal in the State of Florida.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

(i) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

(j) To do any or all of the things herein set forth to the same extent as natural persons might or could do; and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses and in this Article shall be regarded as independent objects and powers.

### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having a par value of \$1.00. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the Board of Directors; provided, however, that in the event such designation is specifically made by the Board of Directors, said stock shall be deemed voting.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

#### ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this Corporation shall begin business is \$100.00.

#### ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

#### ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 5150 S. Kanner Highway, Stuart, FL 34997. The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

#### ARTICLE VII - RESIDENT AGENT

In pursuance of Chapter 48.09I, Florida Statutes, the following is submitted in compliance with said Act:

That CUNNINGHAM-BROWN CONTRACTORS, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Stuart, County of Martin, has named WILLIAM CUNNINGHAM located at 5150 S. Kanner Highway, Stuart, Martin County, Florida, as its agent to accept service of process within this State.

#### ACKNOWLEDGMENT

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

  
RESIDENT AGENT

## ARTICLE VIII - DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

## ARTICLE IX - INITIAL DIRECTORS

The names and street addresses (no post office boxes) of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

WILLIAM CUNNINGHAM      President/Secretary  
5150 S. Kanner Highway  
Stuart, FL 34997

## ARTICLE X - SUBSCRIBERS

The names and street addresses (no post office boxes) of the subscribers to these Articles of Incorporation, the number of shares agreed to take and the value of the consideration therefor are as follows:

WILLIAM CUNNINGHAM      100 Shares      \$ 50.00  
5150 S. Kanner Highway  
Stuart, FL 34997

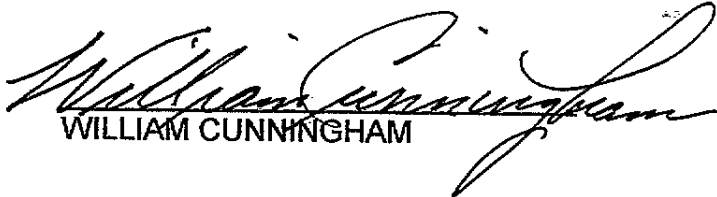
## ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective on October 21<sup>st</sup>, 2000. (This date will be considered effective if Articles are filed within five (5) days of the date with the Secretary of State).

## ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, We have hereunto set our hands and seals, and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 12th day of October, 2000.

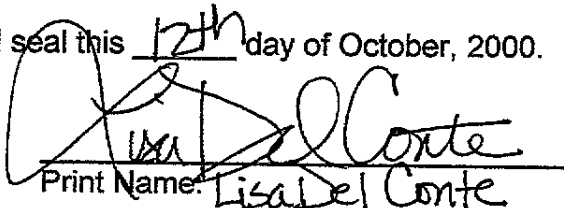
  
WILLIAM CUNNINGHAM

STATE OF FLORIDA  
COUNTY OF MARTIN

BEFORE ME, the undersigned, personally appeared WILLIAM CUNNINGHAM who are personally known to me or produced \_\_\_\_\_ as identification, and who executed the foregoing and state that they have read and are familiar with the contents of the foregoing and the same is true and correct to the best of their knowledge.

WITNESS my hand and official seal this 12th day of October, 2000.



  
Print Name: Lisa Del Conte

Notary Public, State of Florida

My Commission Expires: 8/24/03

Commission Number: CC 862978  
(SEAL)

00 OCT 16 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED