

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P00000107535
White-Oceanside Construction, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Signature _____

Requested by: *Ln*

Name _____

Date *11/17*

Time *9:20*

Walk-In _____

Will Pick Up _____

- ☒ 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 _____

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

11-17

FILED
00 NOV 17 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WHITE-OCEANSIDE CONSTRUCTION, INC.

This is to certify that the undersigned subscriber, competent to contract, does hereby establish a corporation under and by virtue of the provisions of Chapter 607, Title XXXVI, Florida Statutes and amendments thereof, for the purposes and under the corporate name hereinafter mentioned, and to that end, does hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation shall be:

WHITE-OCEANSIDE CONSTRUCTION, INC.

The principal place of business of this corporation shall be:

WHITE-OCEANSIDE CONSTRUCTION, INC.
405-B Petronia Street
Key West, Florida 33040

The mailing address shall be:

WHITE-OCEANSIDE CONSTRUCTION, INC.
405-B Petronia Street
Key West, Florida 33040

This corporation may have such other places of business in the State of Florida as the nature and progress of the business from time to time shall render necessary or desirable. Said corporation shall also

have the power to conduct its business outside the State of Florida and/or in any and all the several states and territories and districts of the United States, and in any and all foreign countries, and may have one or more offices in any of the said places of business.

ARTICLE II DURATION

The corporation shall exist in perpetuity.

ARTICLE III PURPOSE

This corporation has been formed for the purpose of conducting any and all other lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE IV REGISTERED AGENT AND OFFICE

The name of the initial registered agent for the corporation shall be :

LINDA B. WHEELER, ESQ., a resident of the State of Florida.

The street address of the initial Registered Agent of the corporation and Registered Office of the corporation is:

Linda B. Wheeler, Esq.
1213 White Street
Key West, Florida 33040

ARTICLE V CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is ONE HUNDRED (100) shares of common stock having a par value of ONE (\$1.00) DOLLAR per share, which shall be designated "Common Shares."

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than TEN (10) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

The capital stock may be paid for in property, labor or services at a just valuation to be fixed by the incorporator(s) at the organizational meeting. Fractional shares of stock may be issued.

Any amount of shares of stock authorized to be issued, but not specifically subscribed for or otherwise issued, shall be kept by the corporation as Treasury Stock.

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, each having one vote. Stockholders of the corporation shall have a preemptive right to purchase treasury or unissued capital stock of the corporation and to vote their shares on a cumulative basis for the election of the board of directors.

There shall be a provision in the By-Laws of the corporation providing that in the event any stockholder of this corporation shall choose to sell any of his shares of stock, that the offer of sale shall first be made to the corporation, in writing, and shall be open for at least sixty (60) days, with valuation based on the formulation set forth in the By-Laws, or on current book value as determined by the accountant, if the By-Laws fail to provide the method of valuation. There shall be a provision in the By-Laws of the corporation providing that said corporation shall elect under the provisions of Section 1362, Internal Revenue Code, to be treated as a "small business corporation" for income tax purposes,

(i.e. "S Corporation" Election).

ARTICLE VI INITIAL BOARD OF DIRECTORS

The business of said corporation shall be conducted by a Board of Directors. The corporation shall have Three (3) Directors initially. The number of Directors may be increased from time to time by the By-Laws adopted by the corporation and the following officers, to-wit: A President, a Vice-President, a Secretary, and a Treasurer, may be held by one and the same person. The members of said Board of Directors shall be elected at the annual meeting of the stockholders of said corporation, and the said officers shall be elected by the Board of Directors at a meeting to be held immediately after the adjournment of the annual stockholders meeting. The names and address of the initial Directors who are to conduct the business of the corporation and who shall hold office for the first year of the corporation, or until successors are elected, is as follows:

PRESIDENT:
Elmer White
c/o WHITE-OCEANSIDE CONSTRUCTION, INC.
405-B Petronia Street
Key West, Florida 33040

VICE PRESIDENT AND TREASURER:
James Gilleran
c/o WHITE-OCEANSIDE CONSTRUCTION, INC.
405-B Petronia Street
Key West, Florida 33040

SECRETARY:
Amy Culver
c/o WHITE-OCEANSIDE CONSTRUCTION, INC.
405-B Petronia Street
Key West, Florida 33040

**ARTICLE VII
INCORPORATORS**

The names and street address of the subscriber to these Articles of Incorporation is:

Elmer White
c/o WHITE-OCEANSIDE CONSTRUCTION, INC.
405-B Petronia Street
Key West, Florida 33040

Amy Culver
c/o WHITE-OCEANSIDE CONSTRUCTION, INC.
405-B Petronia Street
Key West, Florida 33040

James Gilleran
c/o WHITE-OCEANSIDE CONSTRUCTION, INC.
405-B Petronia Street
Key West, Florida 33040

**ARTICLE VIII
AMENDMENTS**

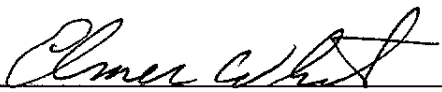
These Articles of Incorporation may be altered or amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the outstanding Common Shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

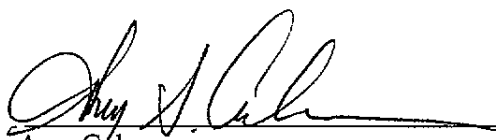
**ARTICLE IX
COMMENCEMENT OF CORPORATE EXISTENCE**


Corporate existence shall be deemed to commence on the date of acknowledgment of these Articles of Incorporation by the Secretary of State.

IN WITNESS WHEREOF, the undersigned subscribers has executed these Articles of

Incorporation this 16th day of November, 2000.


Elmer White


Amy Culver

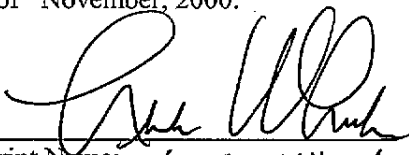

James Gilleran

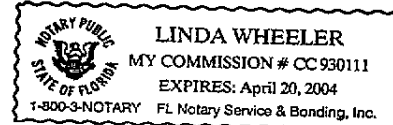
STATE OF FLORIDA)

COUNTY OF MONROE)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, Elmer White, personally known to me or who provided FLA - DRIVERS LICENSE as identification to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and s/he acknowledged before me that s/he subscribed to these Articles of Incorporation for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16th day of November, 2000.


Print Name: Linda Wheeler
Notary Public, State of Florida



STATE OF FLORIDA)

COUNTY OF MONROE)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, Amy Culver, personally known to me or who provided personally known as identification to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and s/he acknowledged before me that s/he subscribed to these Articles of Incorporation for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16th day of November, 2000.

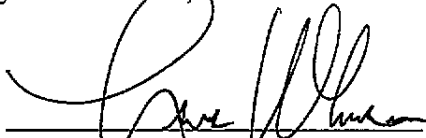
STATE OF FLORIDA)

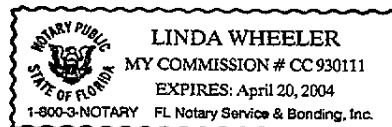
COUNTY OF MONROE)



Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, James Gilleran, personally known to me or who provided FLA DRIVERS LICENSE as identification to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and s/he acknowledged before me that s/he subscribed to these Articles of Incorporation for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16th day of November, 2000.


Print Name: LINDA WHEELER
Notary Public, State of Florida



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT
FOR ACCEPTING SERVICE OF PROCESS WITHIN STATE OF FLORIDA FOR**

WHITE-OCEANSIDE CONSTRUCTION, INC.

IN COMPLIANCE WITH Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

WHITE-OCEANSIDE CONSTRUCTION, INC. , a corporation desiring to organize and qualify under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, to wit; 405-B Petronia Street, Key West, Florida 33040, has named as its resident agent for receiving service of process within the State of Florida:

Linda B. Wheeler, Esq.
1213 White Street
Key West, Florida 33040

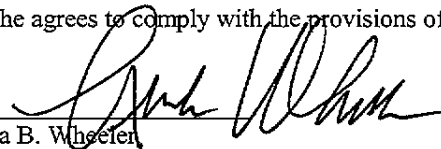
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

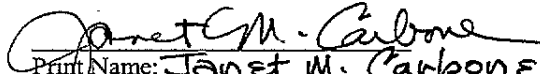
STATE OF FLORIDA)
COUNTY OF MONROE)

BEFORE ME, this day personally appeared Linda B. Wheeler, who being first duly sworn, deposes and says that having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, she hereby accepts said designation as resident agent on behalf of WHITE-OCEANSIDE CONSTRUCTION, INC. and acknowledges that she is over the age of 21 years, a resident of the State of Florida and that she will accept service of process on behalf of said corporation and will accept the same at 1213 White Street, Key West, Florida 33040.

FURTHER, she agrees to comply with the provisions of all statutes relative to the proper performance of a registered agent.


Linda B. Wheeler
Registered Agent for
WHITE-OCEANSIDE CONSTRUCTION, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16 day of November, 2000.


Print Name: Janet M. Carbone
Notary Public, State of Florida
(SEAL)

My Commission Expires:

4/20/04



WHITE-OCEANSIDE CONSTRUCTION, INC.
ARTICLES OF INCORPORATION