

ANTHONY J. JEMISON
Requester's Name
10601-A Tierrasanta Blvd. #118
Address
San Diego, CA 92124 (619) 426-2464
City/State/Zip Phone #

P000000110906

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. A.J. Jemison Enterprises, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC - 1 PM 12: 55

APPROVED
AND
FILED

EFFECTIVE DATE
1-1-2001

- ☒ Walk in ☐ Pick up time ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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DIVISION OF CORPORATION

Examiner's Initials

8/12/11

ARTICLES OF INCORPORATION

Of

A. J. JEMISON ENTERPRISES, INC

EFFECTIVE DATE
1-1-2001

These Articles of Incorporation are developed pursuant to Chapter 607 and 621 of the Florida Statutes.

Article I – Name of the Corporation

The name of the Corporation is A. J. Jemison Enterprises, Inc

Article II – Duration

The period of the Corporation's duration is perpetual. The Corporation's existence shall commence upon the filing of these Articles by the registered agent in the State of Florida.

Article III – Principal Place of Business

The principal place of business shall not be limited to the State of Florida. The principal physical address is 468 McClelland Drive @ Bayshore (MacDill AFB), Tampa, Florida 33621-0399. The mailing address is P.O. Box 6399, Tampa, Florida 33608-0399.

Article IV – Purpose of the Corporation

The purpose for which this Corporation is organized is the transaction of business practices and services in the construction industry. This includes but is not limited to General Contracting, roofing, renovation, residential construction and development, and industry-related consulting services. In addition, the purpose of this Corporation includes any and all lawful business for which corporations maybe incorporated under the laws of the Great State of Florida, as they may be amended from time to time.

Article V – Initial Business

The Corporation initially intends to conduct the business of providing contracting services to solicit, acquire, manage, administer, and/or promulgate construction/renovation/development contracts and other such contracts as may be determined by its Director(s). The primary sources of such construction activity shall be the Department of Defense (DoD), the U.S. Small Business Administration (or its affiliates) and the private sector.

Article VI – Shares

- (a) Authorized Shares. The aggregate number of shares which the Corporation is authorized to issue is One Hundred Thousand (100,000) shares with a par value of One Dollar (\$1.00) per share. The shares shall be designated as Common Stock and shall have identical rights and privileges in every respect.

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- (b) Shareholders Agreements. The shares held by any Shareholder shall be subject to any restrictions thereon contained in any agreements entered into by that Shareholder.
- (c) Redemption of Shares. The Corporation shall have the right to purchase or redeem, directly or indirectly, its own shares of any class or series, to the maximum extent permitted by law when such purchase or redemption is authorized by the Director(s). Shares purchased or redeemed by the Corporation shall constitute treasury shares unless such shares are redeemable by their terms, in which case the terms of issuance of such redeemable shares, or action of the Director(s), or applicable law, as the case may be, shall determine the status of such shares following their purchase or redemption by the Corporation.

Article VII – Directors

- (a) Residency, Etc. Directors need not be residents of the State of Florida or Shareholders of the Corporation.
- (b) Initial Board; Members. The number of Directors constituting the initial Board of Directors is two (2). The name(s) and address(es) of the person(s) slated for service as Director(s) until such time that successors are elected and qualified are:

Anthony J. Jemison
10601-A Tierrasanta Boulevard, #118
San Diego, California 92124

Benita H. Jemison
10601-A Tierrasanta Boulevard, #118
San Diego, California 92124

- (c) Subsequent Members. Persons subsequently elected as Directors shall hold office for the terms for which they are respectively elected, or until the first annual meeting of Shareholders following their election or, if later, until their respective successors are elected and qualified, subject to removal in accordance with the Corporation's Bylaws.
- (d) Change in Number. The number of Directors may be increased or decreased from time to time by amendment to the Corporation's Bylaws, but no decrease shall have the effect of shortening the term of any incumbent Director.

Article VIII – Indemnification

- (a) Persons Entitled to Indemnity by Corporation. The Corporation shall have the right to indemnify, to purchase indemnity insurance for, and to pay and advance expenses to, Directors, officers and other persons who are eligible for, or entitled to, such indemnification, payments or advances, in accordance with and subject to the provisions of applicable state regulations, to the extent such indemnification, payments or advances are either expressly required by such provision or are expressly authorized by the Board of Directors within the scope of such provisions. The right of the Corporation to indemnify such persons shall include, but not be limited to, the authority of the Corporation to enter into written agreements for indemnification with such persons.

- (b) Limitation of Director's Liability to the Corporation. A Director of the Corporation shall not be liable to the Corporation or its shareholders for monetary damages for an act or omission in the Director's capacity as a Director, except that this provision does not eliminate or limit the liability of a Director to the extent the Director is found liable for: (1) a breach of the Director's duty of loyalty to the Corporation or its Shareholders; (2) an act or omission not in good faith that constitutes a breach of duty of the Director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law; (3) a transaction from which the Director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the Director's office; or (4) an act or omission for which the liability of a Director is expressly provided by an applicable statute.

Article IX – Registered Agent

The address of the initial registered office of the Corporation is 468 McClelland Drive @ Bayshore (MacDill AFB), Tampa, Florida 33621-0399 and the name of its initial registered agent at such address is Gary Baker.

Article X – Bylaws

- (a) Initial Bylaws. The Board of Directors shall adopt the initial Bylaws of the Corporation.
- (b) Amendment, Etc., of Bylaws. The Shareholders of the Corporation hereby delegate to the Board of Directors the power to adopt, alter, amend or repeal the Bylaws of the Corporation. Such powers shall be vested exclusively in the Board of Directors and shall not be exercised by the Shareholders.

Article XI – Incorporator

The name and address of the Incorporator is
Anthony J. Jemison
10601-A Tierrasanta Boulevard, #118
San Diego, California 92124

Article XII – Effective Date

The effective date of the Corporation shall be January 01, 2001.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

GARY BAKER

Registered Agent: Name Printed

[Signature]

Registered Agent: Signature

11-28-00

Date

Anthony J. Jemison

Incorporator: Name Printed

[Signature]

Incorporator: Signature

November 29, 2000

Date

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