

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

December 6, 2000

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-12/11/00--01118--007

\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: S.A.Gibson Co., Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Stanley A. Gibson

Name (Printed or typed)

Asphalt Maintenance Inc.  
6845-52 Narcoossee Road  
Orlando, Florida 32822

Address

City, State & Zip

407-380-0265

Daytime Telephone number

FILED  
00 DEC 20 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W-294041

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

R. VARNADORE DEC 20 2000



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 15, 2000

STANLEY A. GIBSON  
6845-52 NARCOOSSEE ROAD  
ORLANDO, FL 32822

SUBJECT: S.A. GIBSON CO., INC.  
Ref. Number: W00000029404

We have received your document for S.A. GIBSON CO., INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document. *Article 6*

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.") *Page 4*

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 200A00063138

FILED  
00 DEC 20 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
S.A.GIBSON CO.,INC.

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the Purpose of forming a corporation under the Florida General Corporation Act in compliance with Chapter 621, F.S. (Profit)

ARTICLE I, NAME

The name of the corporation is: S.A.Gibson Co.,Inc.

ARTICLE II, DURATION

The duration of this corporation is perpetual.

ARTICLE III, PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which Corporations may be incorporated under the laws of the state of Florida.

ARTICLE IV, CAPITAL STOCK

The Aggregate number of shares of capital stock authorized to be issued by the corporation shall be 1,000 Shares of common stock with a par value of \$1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock or treasury stock of this corporation of the Same kind, class or series as that which he already 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 it is Offered to others.

ARTICLE VI,  
INITIAL REGISTERED OFFICE-PRINCIPAL OFFICE  
AND INITIAL REGISTERED AGENT

The street address of the initial registered office-principal office of this corporation is 6845 NARCOOSSEE RD,SUITE 52, ORLANDO, FLORIDA, 32822

AND the name and address of it's initial registered agent is Stanley A. Gibson ,  
6845-52 Narcoossee Road, Orlando, Florida 32822. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

#### ARTICLE VII, INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. Such member to hold office until his successor Has been duly elected and qualified. The name and street address of the initial director is:

Name	street address
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Stanley A. Gibson	6845-52 Narcoossee Road, Orlando, Florida 32822
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#### ARTICLE VIII INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation is:

Name	street address
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Stanley A. Gibson	6845-52 Narcoossee Road., Orlando, Florida 32822
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#### ARTICLE IX, TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on transfer or alienation of The shares of stock of this corporation.

#### ARTICLE X, BY LAWS

The power to adopt, alter, amend, or repeal the By-Laws of this corporation shall be vested in the Board of Directors; provided, however, that By-Laws adopted by the Board may be altered, amended Or repealed by the shareholders, and the shareholders may prescribe in By-Law made by them that such By-Law shall not be altered, amended, or repealed by the Board of Directors. The By-Laws may contain Any provisions for the regulation and management of the affairs of this corporation not inconsistent with Law or these Articles of Incorporation

#### ARTICLE XI, AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred Upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and Purposes therein stated.

  
\_\_\_\_\_  
Stanley A. Gibson, Incorporator

STATE OF FLORIDA

COUNTY OF ~~ORANGE~~ *Seminole*

BEFORE ME, the undersigned authority, on the 5 day of December 2000, personally  
Appeared STANLEY A. GIBSON, to me well known to be the person described in and who signed  
The foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely  
And voluntarily, for the uses and purpose therein expressed.

WITNESS my hand and official seal the date aforesaid.



Notary Public: *Janet E. Lee*  
(3)

S.A. GIBSON CO., INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT.

The undersigned, Stanley A. Gibson, having been named as registered agent to accept service of process for the above named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity.

Dated this 18<sup>th</sup> day December 2000

  
STANLEY A. GIBSON, Registered Agent

FILED  
00 DEC 20 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA