

PO0000116496

FILED



00 DEC 21 PM 3: 01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 941201 11405A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 21, 2000

ORDER TIME : 1:11 PM

ORDER NO. : 941201-005

CUSTOMER NO: 11405A

CUSTOMER: Ms. Debra Cline
Peterson & Myers, P.a.

141 5th Street Northwest
Suite 300
Winter Haven, FL 33881

700003510687--4
-12/21/00--01068--005
*****78.75 *****78.75

DOMESTIC FILING

NAME: FIELDS SHOTCRETE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

PH 12/21/00

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
DEC 21 2000

00 DEC 21 PM 2: 21

RECEIVED

**ARTICLES OF INCORPORATION
OF
FIELDS SHOTCRETE, INC.**

FILED
00 DEC 21 PM 3: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned executes these Articles of Incorporation for the purpose of becoming a body corporate under the laws of the State of Florida, providing for the formation and management, liabilities and immunities of corporations, the provisions of which law are hereby accepted, and I hereby adopt the following proposed Articles of Incorporation for which this Certificate is made.

**ARTICLE I
NAME**

The name of the corporation shall be **FIELDS SHOTCRETE, INC.**

**ARTICLE II
PRINCIPAL OFFICE**

The general office and place of business of the corporation shall be 1115 Trailsman Lane, Lakeland, FL 33809. The Directors shall have the right to change the location of said general office and principal place of business to any other point deemed advisable. Branch offices and places of business may be established at any and all points deemed advisable by the Board of Directors.

**ARTICLE III
DURATION**

The duration of the corporation shall be perpetual unless sooner terminated under the laws of the State of Florida.

**ARTICLE IV
PURPOSE AND POWERS**

The corporation may engage in any activity, business or service permitted under the laws of the United States and/or the State of Florida, any and all

activities customarily engaged in by corporations under the laws of the State of Florida in the marketing, manufacturing, fabricating, assembling, sale, exchange and the furnishing of goods, wares, merchandise and services for profit, including but not limited to performing services in connection with construction, sale, exchange and developent of real estate and personal property of every nature and kind, except that this corporation shall not be authorized to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefits society, or state fair exposition.

ARTICLE V **AUTHORIZED SHARES**

The maximum number of shares of capital stock that this corporation shall have outstanding at any time shall be 100 shares of common stock, with a par value of \$1.00, all of said stock fully paid and non assessable; payment for said stock shall be in cash or labor, services or property at a valuation to be fixed by the Board of Directors.

ARTICLE VI **CAPTIAL**

The amount of capital with which this corporation shall begin business shall be over \$100.00.

ARTICLE VII **MANAGEMENT OF THE CORPORATION'S AFFAIRS**

The business and affairs of this corporation shall be conducted by a President; a Secretary/Treasurer and a Board of Directors of not less than one in number; the number of Directors may be increased from time to time by the By-

Laws or Resolutions of the Stockholders to any number compatible with the law; and other offices may in the same manner be created, filled and established.

The Directors of said corporation shall be elected by the Stockholders at each annual meeting. The annual meeting of the Stockholders shall be held on the first Tuesday in January of each year. Any Stockholders' meeting may be held any time when a quorum of Stockholders are present and request such meeting to be held. The date of the annual meeting may be changed by the By-Laws or Resolution of the Board of Directors adopted at any time by the Board of Directors at a meeting held immediately following each annual meeting of the Stockholders. New offices may be created or vacancies filled by the Board of Directors at any regular meeting or any special meeting called for that purpose.

ARTICLE VIII **LOST OR DESTROYED STOCK CERTIFICATES**

Lost or destroyed stock certificates shall be replaced by the issuance of new stock certificates in the manner prescribed by the By-Laws of this corporation.

ARTICLE IX **BOARD OF DIRECTORS**

The names and addresses of the first Board of Directors, who, subject to this Certificate of Incorporation, the By-laws and the Laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors have been elected and have been qualified are as follows:

Samuel Fields, II
1115 Trailsman Lane
Lakeland, FL 33809

Trenton Fields
10413 Hunters Trail
Lakeland, FL 33809

ARTICLE X
NAMES AND ADDRESSES OF INCORPORATORS

The names and addresss of the subscribers to this Certificate of Incorporation are:

Samuel Fields, II
1115 Trailsman Lane
Lakeland, FL 33809

Trenton Fields
10413 Hunters Trail
Lakeland, FL 33809

ARTICLE XI
INITIAL OFFICERS

The name and address of the officers of the corporation who shall hold office for the first year of the corporation's existence or until their successors have been elected and qualified are as follows:

President – Samuel Fields, II

1115 Trailsman Lane
Lakeland, FL 33809

Vice President/

Secretary – Trenton Fields

10413 Hunters Trail
Lakeland, FL 33809

ARTICLE XII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1115 Trailsman Lane, Lakeland, FL 33809, and the name of the initial registered agent at that address is Samuel Fields, II.

ARTICLE XIII
AMENDMENT OF ARTICLES

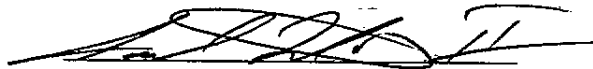
The corporation reserves the right to amend these Articles of Incorporation, from time to time, in any and as many respects as may be desired, in accordance with the manners and procedures provided by the Florida Business Corporation Act, or any successor thereto.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **FIELDS SHOTCRETE, INC.**
2. The name and address of the registered agent and office is:

Samuel Fields, II
1115 Trailsman Lane
Lakeland, FL 33809



SAMUEL FIELDS, II
Title: President

Date December 20, 2000

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I state that I am familiar with, and accept, the obligations of my position as registered agent.

Dated: December 20, 2000



SAMUEL FIELDS, II
Registered Agent

IN WITNESS WHEREOF, the undersigned, for the purpose of forming this corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 20th day of December, 2000.

In witness whereof:

Debra L. Cline
Print Name: Debra L. Cline

Susan L. Saunders
Print Name: Susan L. Saunders

SAMUEL FIELDS, II
Incorporator

TRENTON FIELDS
Incorporator

STATE OF FLORIDA
COUNTY OF POLK

Personally appeared before the undersigned authority, **SAMUEL FIELDS, II** and **TRENTON FIELDS**, to me personally known or who presented current drivers licenses as identification, and who acknowledged before me that they executed the above and foregoing instrument for the purposes therein expressed.

WITNESS my hand and seal this 20th day of December, 2000.



Susan L. Saunders
MY COMMISSION # CC852597 EXPIRES
August 15, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Susan L. Saunders
Notary Public
Name:

My Commission Expires:

FILED
00 DEC 21 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA