

TRANSMITTAL LETTER

P010000021149

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

**SUBJECT:** CHAPMAN ENVIRONMENTAL & DEMOLITION SERVICES INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

500003767685--0  
-02/26/01--01094--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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:** EDWIN LEROY CHAPMAN, JR.  
Name (Printed or typed)

4804 AMSBURY COURT  
Address

ORLANDO, FL. 32817  
City, State & Zip

407-679-1771  
Daytime Telephone number

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

2-27-01  
WC

**ARTICLE OF INCORPORATION**  
of  
**CHAPMAN ENVIRONMENTAL & DEMOLITION SERVICES, INC.**

**ARTICLE I**

**NAME**

The name of the Corporation is **CHAPMAN ENVIRONMENTAL & DEMOLITION SERVICES, INC.**

**ARTICLE II**

**DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III**

**PURPOSE**

The Corporation is organized for the following purposes:

1. To purchase, improve, develop, hold, and own real estate, engage in the demolition of commercial and real estate buildings and property, engage in environmental services associated with construction and demolition industry, and to sell or purchase salvage materials, in and on such terms as from time to time and manner of payment as the Corporation may, by its Board of Directors, agree.

2. To maintain and keep places of storage and warehouses for the storage and deposit of goods and merchandise of all kinds and descriptions, and conduct all business appertaining thereto, as well as own or lease equipment to be utilized in the construction/demolition business, and to have and to receive all the rights and emoluments thereto belonging.

3. To carry on business, in the United States or elsewhere, as factors, agents, commission merchants, contractors, or merchants to engage in the demolition of commercial and real estate buildings and property, to buy, sell, and deal in, at wholesale or retail, merchandise, goods, wares, and commodities of every sort, kind, or description, and to carry on any other business whether manufacturing or otherwise that can be conveniently carried on within any of the corporation's objectives; to open stores, office, or agencies throughout the United States or elsewhere, or to allow or cause the legal estate and interest in any properties or business acquired, established, or carried on by the Corporation to remain or be vested in the name of or carried on by any other company formed or to be formed, and either upon trust for or as agents or nominees of the Corporation, and to manage the affairs or take over and carry on the business of any such other company formed or to be formed, and to exercise all or any of the powers of such company, or of holders of shares of

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stock or securities thereof, and to receive and distribute as profits the dividends and interest on such shares of stock and securities; to purchase or otherwise acquire and undertake all or any part of the business, property, and liabilities of any persons or company, carrying on any kind of business that the Corporation is authorized to carry on; to enter into partnership or into any arrangement for sharing profits, union of interest, reciprocal concessions, joint venture, or cooperate with any person with which the Corporation is authorized to carry on; or any business or transaction capable of being conducted, so as, directly or indirectly, to benefit the Corporation.

4. To lend money, either with or without security, and generally to such persons and upon such terms and conditions as the corporation may think fit, and in particular for the purpose of undertaking to build or improve any property in which the Corporation is interested as tenant, builder, or contractor.

5. To acquire and pay for, in cash or otherwise, stocks and bonds of the Corporation, the goodwill, rights, assets, and property, and to undertake or assume the whole or any part of the obligation or liabilities of any person, firm, association, or corporation.

6. To acquire, hold, use, sell, assign, lease, grant licenses and privileges, inventions, improvements, and processes, copyrights, trademarks, and trade names, relating to or useful in connection with any business of the Corporation.

7. To guarantee, purchase, hold, vote, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of or any bonds, securities, or evidence of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state, country, nation, or government, and while the owner thereof to exercise all the rights, powers, and privileges of ownership.

8. To issue bonds, debentures, or obligations of the Corporation from time to time, for any of the objects or purposes of the Corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

9. To purchase, hold, sell, and transfer the shares of its own capital stocks; PROVIDED. it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and PROVIDED FURTHER, that shares of its own capital stock belonging to it shall not be voted upon, directly or indirectly.

10. To have one or more offices to carry on all or any of its operations and business, and without restrictions or limit as to amount, to purchase or otherwise acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the states, districts, territories, or colonies of the United States or other country.

11. To act as a general contractor and subcontractor and to engage in the business or construction of commercial buildings or residences, and improvements and additions to same; and generally to perform or do any act customarily performed by a construction company.

12. In general, to carry on any other business in connection with the foregoing, whether manufacturing or otherwise, and to have and exercise all the powers conferred by the laws of Florida upon corporations, and to do any or all of the things above set forth to the same extent as natural persons might or could do.

13. To transact any or all lawful business.

14. The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the Corporation.

15. The above and foregoing businesses enumerated are intended as illustrative and not restrictive, and the Corporation shall have the power to handle such other business or businesses, either in its own behalf or as agent or broker for others, and shall further engage in any or all like or kindred businesses that may be necessary or profitable in conjunction with the businesses above enumerated; and generally shall have and exercise all powers, privileges, and immunities of business of like kind and nature incorporated under the laws of the State of Florida, and shall enjoy the privileges and immunities pertaining to incorporators under the laws of the State of Florida.

#### **ARTICLE IV**

##### **CAPITAL STOCK**

The Corporation is authorized to issue Five Hundred (500) shares of Ten-dollar (\$10) par value common stock, which shall be designated "Common Shares."

#### **ARTICLE V**

##### **PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any additional stock of the 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 at which it is offered to others.

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## **ARTICLE VI**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1150 Louisiana Avenue Suite 5-B, Winter Park Florida 32789 and the name of the initial Registered Agent of this Corporation at that street address is **Edwin Leroy Chapman, Jr.** The Principal address is the same.

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1).

#### **NAME**

#### **ADDRESS**

The name of the initial director of said corporation is **Edwin Leroy Chapman, Jr., 4804 Amsbury Court, Orlando, Florida 32817.**

## **ARTICLE VIII**

### **INCORPORATOR**

The name and address of the person signing these Articles is:

**Edwin Leroy Chapman, Jr., 4804 Amsbury Court, Orlando, Florida 32817.**

## **ARTICLE IX**

### **BYLAWS**

The power to adopt, alter, amend, or repeal Bylaws not inconsistent with these Articles of Incorporation is vested in the Board of Directors of the Corporation.

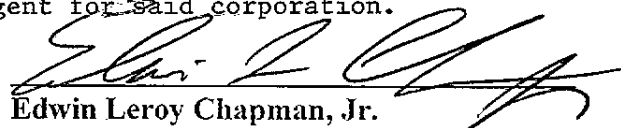
**ARTICLE X**

**AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the shareholders of the Corporation.

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these Articles of Incorporation this 21st day of February, 2001.


I accept the appointment of Registered Agent for said corporation.

  
Edwin Leroy Chapman, Jr.  
Incorporator/Registered Agent

**STATE OF FLORIDA**  
**COUNTY OF ORANGE**

**BEFORE ME**, a notary public in and for said county and state, personally appeared **Edwin Leroy Chapman, Jr.**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation for the purposes set forth therein.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed by official seal, in the state and county aforesaid, this 21st day of February, 2001.

  
\_\_\_\_\_  
Notary Public  
My commission expires:

NOTARY PUBLIC - STATE OF FLORIDA  
LISA VLAS  
COMMISSION # CC818942  
EXPIRES 3/18/2003  
CONTACTED THRU ASA 1-888-NOTARY1