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June 19, 2001

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

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Gentlemen:

Please accept the Articles of Incorporation for Palermo Tractor Service, Inc. Enclosed is our check in the amount of \$78.75 to cover the various fees.

Sincerely,



Anthony Palermo  
1467 Vintage Court  
Naples, FL 34104

FILED  
01 JUN 27 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH JUN 27 2001

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# ARTICLES OF INCORPORATION

OF

**Palermo Tractor Services, Inc.**

FILED  
01 JUN 27 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned for the purpose forming a corporation under the Florida General Corporation Act, Florida Statutes, Section 607, hereby adopts the following Articles of Incorporation:

## *ARTICLE I - NAME*

The name of this corporation is: Palermo Tractor Services, Inc.

## *ARTICLE II - DURATION*

The existence of this corporation shall commence with the filing of these articles. The term of existence of this corporation is perpetual.

## *ARTICLE III - PURPOSE*

The purpose is to engage in any and all business activities permitted under the laws of the United States and the State of Florida, and more specifically, contracting and construction business. To acquire by purchase, lease, or otherwise, lands and interest in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or accepted by the corporation, buildings or other structures, alter, or improve any buildings or other structures, now or hereafter erected on any lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

To acquire, by purchase, lease manufacture or otherwise any personal property deemed necessary or useful in the equipment, furnishing, improvement, development of management of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade, and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

To contract debts and borrow money, is and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state of government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have use, exercise and enjoy all of the general powers of like corporations.

To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone, or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as herein above set forth, except where otherwise limited or restricted referenced to or inference from the terms of any other objects, powers or clauses or this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

#### *ARTICLE IV - CAPITAL STOCK*

This corporation is authorized to issue One Hundred (100) shares all of one class, at \$1.00 par value common stock.

#### *ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT*

The name and address of the initial registered agent and office of this corporation is as follows:

Anthony Palermo  
1467 Vintage Court  
Naples, FL 34104

The initial street address of the principal office and/or mailing address of the corporation in the State of Florida will be:

1467 Vintage Court  
Naples, FL 34104

*ARTICLE VI - INITIAL BOARD OF DIRECTORS*

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws.

The names and addresses of the initial Board of Directors of this corporation are:

1. Anthony Palermo  
1467 Vintage Court  
Naples, FL 34104

*ARTICLE VII - INCORPORATORS*

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

Anthony Palermo  
1467 Vintage Court  
Naples, FL 34104

*ARTICLE VIII - PREEMPTIVE RIGHTS*

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as of the shares of stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, I have subscribed by name this \_\_\_\_\_ day of June, 2001.

  
\_\_\_\_\_  
Anthony Palermo

STATE OF FLORIDA  
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Anthony Palermo, who is personally known to me and who did take an oath and is name in the foregoing instrument and that he acknowledged executing the same, in the presence of two subscribing witnesses, freely and voluntarily.

WITNESS my hand and office seal in the State and County last aforesaid this 19<sup>th</sup> day of June, 2001.

Edith T. Kristoff  
NOTARY PUBLIC



Edith T Kristoff  
My Commission CC771540  
Expires October 6 2002

Printed Name of Notary  
My Commission Number is:  
My Commission Expires:

**APPOINTMENT OF RESIDENT AGENT  
STATE OF FLORIDA  
DEPARTMENT OF STATE**

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND  
ADDRESSES OF THE OFFICERS AND DIRECTORS.**

Palermo Tractor Services, Inc. a corporation under the laws of the State of Florida, with its principal office at 1467 Vintage Court, Naples, FL 34104 has named Anthony Palermo, its Resident Agent to accept service of process within this State.

**OFFICERS:**

PRESIDENT - Anthony Palermo  
VICE-PRESIDENT - Peter Palermo  
TREASURER - Peter Palermo  
SECRETARY - Peter Palermo

**DIRECTORS:**


Anthony Palermo  
1467 Vintage Court  
Naples, FL 34104

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01 JUN 27 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dated: June 18, 2001

**ACCEPTANCE:**

I agree as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address in some conspicuous place in the office as required by law.

  
Anthony Palermo  
Resident Agent