

Mellor and Grissinger

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ATTORNEYS AT LAW
CORD C. MELLOR
Certified Wills, Trusts & Estates
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Trial Practice
Also Admitted District of Columbia
MARIE COLEMAN WILSON
Family Law

Tuesday, 11 September 2001

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

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*****78.75 *****78.75

Re: Articles of Incorporation for Allen Slater Utility Service, Inc.

Gentlemen:

Enclosed please find Articles of Incorporation for Allen Slater Utility Service, Inc., a new Florida corporation. Please file same and return to this office one certified copy. Enclosed is a check for \$78.75 in payment of all costs.

Thank you for your prompt attention herein.

Sincerely,
MELLOR & GRISSINGER

Jane A. Guth
Jane A. Guth
Secretary for
Cord C. Mellor

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Encls.
File No. 010236

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Allen Slater Utility Service, Inc.

THE UNDERSIGNED, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is **Allen Slater Utility Service, Inc.**

ARTICLE II

Duration

The period of existence of the corporation is perpetual.

ARTICLE III

Effective Date

This articles of incorporation shall become effective and the Corporation shall commence its existence as of the date and time of filing with the Secretary of State.

ARTICLE IV

Purpose

The Corporation may transact any and all lawful business for which

Corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V

Principal Office and Mailing Address

The principal place of business of the corporation is at **6230 Van Camp Street, North Port, Florida 34286**, and the mailing address of the corporation is the same.

ARTICLE VI

Registered Office and Registered Agent

The initial registered office is at **6230 Van Camp Street, North Port, Florida 34286**. The name of the initial registered agent at that address is **Allen Slater**.

ARTICLE VII

Authorized Capital

The corporation is authorized to issue One Thousand (1,000) shares of common stock having par value of \$0.10 a share.

ARTICLE VIII

Preemptive Rights Granted

Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any unissued or treasury shares. Each shareholder shall have preemptive rights only in that portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares of the same class then outstanding. The shareholders of the

Corporation shall have no preemptive rights to subscribe to any issues or additional issues of shares except shares issued for cash, as opposed to shares issued for labor performed, services rendered or property transferred to the Corporation.

ARTICLE IX

Directors

The initial board of directors shall consist of three members. At any subsequent time, the board of directors shall consist of not less than three nor more than seven members, the number of directors serving from time to time to be determined by the directors and as provided in the By-Laws. Notwithstanding this Article, pursuant to §607.0801, Florida Statutes, for as long as the corporation shall have 35 or fewer shareholders the business of the corporation shall be managed by the shareholders in lieu of a board of directors. At any time while the corporation has 35 or fewer shareholders, a majority of the shareholders present and voting at a regular meeting or a special meeting called for that purpose may elect a board of directors of at least three but not more than seven members, which board of directors shall thenceforth manage the business of the corporation and exercise all the powers reserved to the directors under applicable law.

ARTICLE X

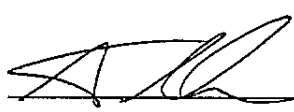
Amendments

These articles of incorporation may be amended in the manner provided by law, except that, where a shareholder meeting would otherwise be required by law for the purpose of amending these articles, such a meeting shall not be required to be held if all shareholders and all directors consent in writing to the adoption of the amendment without a shareholder meeting.

Incorporator

The name and address of the incorporator executing and filing these articles is **Allen Slater**, 6230 Van Camp Street, North Port, Florida 34286.

IN WITNESS WHEREOF, I have executed these articles of incorporation this 10 day of September, 2001.



Allen Slater

STATE OF FLORIDA, COUNTY OF SARASOTA

The foregoing Articles of Incorporation was acknowledged before me this 10 day of September 2001 by **Allen Slater**, who is personally known to me or who produced FL DL 5436 00865 2900 as identification.

Sign Mary C Dwyer
Print _____

NOTARY PUBLIC

My Commission expires:

Commission Number _____



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, 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 am familiar with and accept the obligations of my position as registered agent.

Dated: 9-10-01


Allen Slater

STATE OF FLORIDA, COUNTY OF SARASOTA

The foregoing acceptance was acknowledged before me this 10 day of September 2001 by **Allen Slater**, who is personally known to me or who produced FL DL SH3600865290-0 as identification.

Sign Mary C. Dwyer
Print _____

NOTARY PUBLIC

My Commission expires:

Commission Number _____

