

PO10000093812
FILED

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

01 SEP 24 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

800004608558
-09/24/01--01108--013
*****78.75 *****78.75

SUBJECT: METROPOLITAN AREA CONTRACTORS, 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: Angela D. Afflick, Esquire
Name (Printed or typed)

35420 Crescent Drive

Address

Fruitland Park, FL 34731

City, State & Zip

(352) 326-2165

Daytime Telephone number

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

G. BLALOCK SEP 25 2001

ARTICLES OF INCORPORATION OF
METROPOLITAN AREA CONTRACTORS, INC.

FILED

01 SEP 24 PM 4: 52

WE, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation under Chapter 607 and 621 of Florida Statutes, adopt the following Articles of Incorporation:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Metropolitan Area Contractors, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the corporation is "35420 Crescent Drive, Fruitland Park, FL 34731."

ARTICLE III - SPECIFIC PURPOSES

a. The purposes for which the corporation is organized are the following: to render business services to the public, which shall consist of consulting and rendering business advice on any cause or matter whatsoever, including business contracts, business principles and other documents or relationships having business effect; drafting documents and opinions for the purpose of implementing such advice, representation and arrangement; and preparing and managing the contracts for business clients. This Business Corporation shall exist and function in compliance with Chapter 607 and 621 of Florida Statutes and in order to properly prosecute the objects and purpose above set forth, the business corporation shall have full power and authority to purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, necessary for the rendering of business services.

b. To engage in any other lawful act or activity for which business corporations may be organized under the corporation law of the State of Florida.

ARTICLE IV - NUMBER OF SHARES.

The aggregate number of shares of stock which the corporation shall have authority to issue is one hundred (100). (If divided into classes, the number of shares of each class, and the par value, if any of the shares, or a statement that the shares of any class are without par value). The shares are without par value. There shall be no provisions limiting or denying shareholders the preemptive right to acquire additional shares of the corporation. There shall be no preferences, qualifications, limitations, restrictions and special or relative rights in respect to the shares of each class.

ARTICLE V - NAMES, ADDRESS AND TITLES OF
DIRECTORS/OFFICERS

The number of directors constituting the initial board of directors of the corporation is (4), and the names and addresses including street and number and zip code of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Sterling A. Afflick, M.B.A.,
President/C.E.O./Chairman/
Treasurer
721 Bolivar Street
Lady Lake, FL 32159

Angela D. Afflick, Esquire
Vice President/Legal
Counsel/Secretary
721 Bolivar Street
Lady Lake, FL 32159

Robert L. Evans, Sr., Ph.D.
1922 Turner Road, S.E.
Atlanta, GA 30315

Dorethea D. Evans
1922 Turner Road, S.E.
Atlanta, GA 30315

ARTICLE VI - POWERS OF THE BOARD.

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

- a. To make, alter repeal the by-laws of the corporation.
- b. To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.
- c. To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created.
- d. To sue, complain and defend in the corporate name.
- e. To adopt a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced.
- f. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated.
- g. To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of the corporate property and assets.
- h. To lend money and use its credit to assist corporate employees.
- i. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state territory, governmental district or municipality or of any instrumentality thereof.

- j. To make contracts and guarantees and insecure liabilities, borrow money at such rates of interest as it may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of the business corporation's property and income.
- k. To lend money for any corporate purpose, invest and reinvest its funds, and take and hold their payment of funds so loaned or invested.
- l. To conduct its business, carry on its operations and have offices and exercise the powers granted herein, within or without the State of Florida.
- m. To make donations for the public welfare or for charitable scientific or educational purposes.
- n. By a majority of the whole board, to designate one or more committees each committee to consist of one or more of the directors of the Corporation. The board may designate one or more directors as alternate members of any committee, which may replace any absent or disqualified member at any meeting of the committee. The by-laws may provide that in the absence or disqualification of any member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another member of the Board of Directors to act at the meeting in the place of any such absent or disqualified member. Any such committee, to the extent provided in the resolution of the board of directors, or in the bylaws of the Corporation, shall have and may exercise all the power and authority of the Board of Directors in the management of business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it; but no such committee shall have the power of authority in reference to amending the articles of incorporation, adopting an agreement of merger or consolidation, recommending to the stockholders the sale, lease or exchange or all or substantially all of the Corporation's property and assets, recommending to the stockholders a dissolution, or amending the by-laws of the Corporation; and, unless the resolution or by-laws, expressly so provide, no such committee shall have the power or authority to declare a dividend or to authorize the issuance of stock.
- o. When and as authorized by the stockholders in accordance with statute, to sell, lease or exchange all or substantially all of the property and assets of the Corporation, including its goodwill and its corporate franchise, upon such terms and conditions and for such consideration, which may consist in whole or part of money or property including shares of stock in and/or other securities of, any other Corporation or Corporations, as its Board of Directors shall deem expedient and for the best interests of the Corporation.
- p. A majority of the shares entitled to vote, represented in person or by proxy, only by another shareholder of this Corporation, shall constitute a quorum at a meeting of Stockholders, but in no event shall a quorum consist of less than one-third of the shares entitled to vote at the meeting. If a quorum is present, the affirmative vote of the majority of the shares

represented at the meeting and entitled to vote on the subject matter shall be the act of the Stockholders.

ARTICLE VII - INCORPORATORS.

The names and addresses including the street and number of any each incorporator are as follows:

Sterling A. Afflick, M.B.A.,
President/C.E.O./Chairman/
Treasurer
721 Bolivar Street
Lady Lake, FL 32159

Angela D. Afflick, Esquire
Vice President/Legal
Counsel/Secretary
721 Bolivar Street
Lady Lake, FL 32159

Robert L. Evans, Sr., Ph.D.
1922 Turner Road, S.E.
Atlanta, GA 30315

Dorethea D. Evans
1922 Turner Road, S.E.
Atlanta, GA 30315

We, as the incorporators, herein named, for the purposes of forming this business corporation pursuant to the code of laws of the State of Florida do make these Articles of Incorporation, declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set our hands this 13th day of September, 2001.

ARTICLE IIX - REGISTERED AGENT.

The name and address of the initial Registered Agent shall be : Angela D. Afflick, Esquire, 35420 Crescent Drive, Fruitland Park, FL 34731

.....

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in Article IIX of this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Angela D. Afflick
Signature/Registered Agent

9-13-01
Date

Sterling A. Afflick
Signature/Incorporator

9-13-01
Date

Angela S. Applich

Signature/Incorporator

9-13-01

Date

Robert L. Evans, Ph.D.

Signature/Incorporator

9-13-01

Date

Doretha D. Evans

Signature/Incorporator

9-13-01

Date