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EFFECTIVE DATE

9-34-01

LAW OFFICE OF  
MICHAEL S. MINOT  
ATTORNEY AT LAW  
COMMODORE PLAZA  
319 RIVER EDGE BLVD., SUITE 218  
COCOA, FLORIDA 32922

01 SEP 27 PM 1:21

CLERK OF STATE  
TALLAHASSEE, FLORIDA

MICHAEL S. MINOT

TELEPHONE:(407)639-1300

TELECOPIER:(407)639-1303

DATE: September 24, 2001

TO: Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

400004613114--6

-09/27/01--01023--021

\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: Incorporation of ETM Civil Consultants, Inc.

ENCLOSURES: Articles of Incorporation; Certificate Designating Place of Business etc. and  
Check # 2274, \$87.50

The above enclosure is:

- |   |   |
|---|---|
| <input type="checkbox"/> For your information                 | <input type="checkbox"/> For your files           |
| <input checked="" type="checkbox"/> For processing and return | <input type="checkbox"/> For execution in         |
| <input type="checkbox"/> For signature and forwarding as      | Presence of                                       |
| referenced under "Remarks"                                    | Notary Public                                     |
| <input checked="" type="checkbox"/> For necessary action      | and two (2)                                       |
| <input type="checkbox"/> Per your request                     | witnesses   |
| <input type="checkbox"/> Per our conversation                 | <input checked="" type="checkbox"/> See "Remarks" |
| <input checked="" type="checkbox"/> Our remittance            | below   |

Enclosed please find the necessary forms for filing for incorporating a business. A check has been enclosed for the \$70.00 filing fee, \$8.75 certified copy fee and \$8.75 for certificate of state, totaling \$87.50. The original, two copies and a self-addressed, stamped envelope has been enclosed for your convenience. If you have any questions or require additional information please do not hesitate to call. Thank you for your assistance.

Very truly yours,

Michael S. Minot, Esq.

msm/kl  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
ETM CIVIL CONSULTANTS, INC.**

**EFFECTIVE DATE**  
9-24-01

**FILED**  
01 SEP 27 PM 1:21  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this corporation is **ETM Civil Consultants, Inc.**

**ARTICLE II. DURATION**

This corporation shall exist perpetually commencing as of the date of execution and acknowledgement of these Articles.

**ARTICLE III. PURPOSE**

This corporation is organized for the purpose of conducting any lawful business.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue **300** shares of **ONE (1)** dollar par value stock.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the corporation shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

#### **ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is **310 Brunson Blvd., Suite 107, Cocoa, Florida 32922** and the name of the initial registered agent of this corporation at that address is **Paul Tucker**.

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The names and addresses of the directors of this corporation are:

Stephen C. Medeiros  
310 Brunson Blvd., Suite 107  
Cocoa, FL 32922

Rick Pellhum  
310 Brunson Blvd., Suite 107  
Cocoa, FL 32922

Paul Tucker  
6102 Rena Avenue  
Port St. John, FL 32927

#### **ARTICLE VIII. INCORPORATOR**

The name and street address of the person signing the Articles of Incorporation is **Paul Tucker, 6102 Rena Avenue, Port St. John, FL 32927**.

#### **IX. BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

#### **ARTICLE X. CUMULATIVE VOTING**

At each election of directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

#### **ARTICLE XI. SHAREHOLDER QUORUM AND VOTING**

Fifty-one percent (51%) of the shares entitled to vote, represented in person, or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE XII. POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### **ARTICLE XIII. DIRECTOR QUORUM AND VOTING**

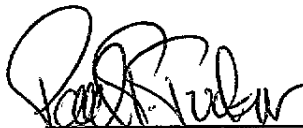
A majority of the directors shall constitute a quorum for a meeting of directors.

If a quorum is present, the affirmative vote of a majority of the directors present shall be the act of the Board of Directors.

**ARTICLE XIV. AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

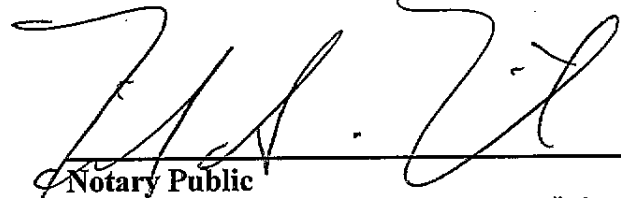
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 24 of September 2001.

  
Paul Tucker

STATE OF FLORIDA  
COUNTY OF BREVARD

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and county set forth above, personally appeared PAUL TUCKER, who did take an oath and did produce proper identification, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid on this 24 day of September 2001.

  
Notary Public



Michael S. Minot  
MY COMMISSION # CC901252 EXPIRES  
January 27, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

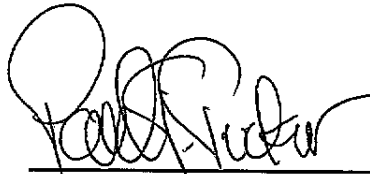
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SIGN. DEPT. OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act.

**FIRST:** That ETM Civil Consultants, Inc., desiring to organize under the laws of the State of Florida with its principal office located at **310 Brunson Blvd., Suite 107, Cocoa, Florida 32922**, has named **Paul Tucker** as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



**Paul Tucker**