

P010000114674

Requester's Name

Tony Alan Brannen, Jr.
P.O Box 36332
Panama City, Florida 32412

City/State/Zip

Phone #

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-11/13/01--01052--025
*****87.50 *****87.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

2551-524
W01-26119

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

2001 DEC -4 PM 3:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Examiner's Initials

12/4/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

November 14, 2001

TONY ALAN BRANNEN, JR.
POST OFFICE BOX 36332
PANAMA CITY, FL 32412

SUBJECT: BRANNEN CONSTRUCTION, INC.
Ref. Number: W01000026119

We have received your document for BRANNEN CONSTRUCTION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the complete Florida street address for the registered agent.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 001A00061394

ARTICLES OF INCORPORATION

OF

BRANNEN CONSTRUCTION, INC.

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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned, acting as incorporators of a corporation under the Code of Florida, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Brannen Construction, Inc.

POST OFFICE BOX 36332, PANAMA CITY, FLORIDA 32412

SECOND: The period of its duration is perpetual.

THIRD: The purposes for which the corporation is organized is:

To provide construction, building and related services.

Other objects and purposes for which the corporation is organized are:

- (a) To acquire, purchase, own, sell, lease and service automobiles and trucks.
- (b) To apply for, purchase or acquire by assignment, transfer, or otherwise, and hold, mortgage or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, real property of any kind, class, interest, or type, wheresoever situated, and to exercise, carry out and enjoy any license, power, authority, concession, right or privilege which any corporation may make or grant.
- (c) To manufacture, purchase, or otherwise acquire, and to hold, own mortgage, pledge, sell, transfer, or in any manner dispose of, and to deal and trade in goods, wares, merchandise and personal property of every class and description, wherever situated; and to own and operate mines, plants, factories, mills, warehouses, yards, merchandise stores, commissaries and all other installations of whatever character or description, together with the equipment, rolling stock, and other facilities used or useful in connection with or incidental thereto.
- (d) To purchase or otherwise acquire, hold, use, sell, assign, lease, mortgage or in any manner dispose of, and to take, exchange and grant licenses, or other rights therein, in respect of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements, processes, formula methods, copyrights, trademarks and trade names, know how, and trade secrets, relating to or useful in connection with any business, objects or purposes of the corporation.
- (e) To engage in the business of exploiting natural resources, to search prospect and explore for useful or valuable substances, to acquire and extract such substances, to sell and dispose of such substances, and to refine such substances, and manufacture and sell and dispose of products and by-products derived therefrom.
- (f) To subscribe for, acquire, hold, sell, assign, transfer, mortgage, pledge, or in any manner dispose of shares of stock, bonds or other evidences of indebtedness or securities issued or created by an other corporation of Alabama or any other state or any foreign country and, while the owner thereof, to exercise all the rights, privileges and powers of ownership, including the right to vote thereon, to the

same extent as a natural person may do, subject to the limitations, if any, on such rights now or hereafter provided by the laws of Alabama.

(g) To enter into, make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, partnership, limited partnership, corporation, municipality, county, state, territory, government, governmental subdivision, or body politic.

(h) To acquire the good will, rights, assets and properties, and to undertake the whole or any part of the liabilities, of any person, firm, association or corporation; to pay for the same in cash, the stock or other securities of the corporation, or otherwise, to hold, or in any manner dispose of, the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of any such business.

(i) To borrow and lend money, without security, or upon the giving or receipt of such security as the Board of Directors of the corporation may deem advisable by way of mortgage, pledge, transfer, assignment, or otherwise, of real and personal property of every nature and description, or by way of guaranty, or otherwise.

(j) To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, debentures, and other negotiable or transferable instruments.

(k) To purchase (by means of tender, direct purchase, bids in the market or otherwise), take receive, redeem, exchange, or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of, at any time or from time to time, any of its bonds, debentures, notes, scrip, or evidences of indebtedness, or any of its common or other stock, whether or not redeemable, or other securities, and to hold, sell, transfer or reissue the same; provided that purchases of its own shares of stock may be made only to the extent of earned surplus and to the extent of capital surplus; and provided that any shares of the common stock of the corporation acquired by the corporation shall, until the disposition, retirement or cancellation thereof, be held by the corporation as treasury shares, unless, prior to the acquisition of any such shares, the Board of Directors of the corporation (or any committee authorized to exercise the powers of the board) shall have determined that such shares shall, upon the acquisition thereof, be restored to the status of authorized but unissued shares.

(l) To act as agent, jobber, broker or attorney in fact in buying, selling and dealing in real and personal property of every nature and description and leases respecton the same and estates and interests therein and mortgages and securities thereon, in making and obtaining loans, whether secured by such property or not, and in supervising, managing and protecting such property and loans and all interest in and claims affecting the same.

(m) To purchase, take, receive, redeem or otherwise acquire, hold, own, pledge, transfer or otherwise dispose of its own shares of stock, and its bonds, debentures, notes, scrip, or other securities of evidences of indebtedness, and to hold, sell, transfer or reissue any thereof.

(n) To enter into any plan or project for the assistance and welfare of its employed.

(o) To enter into any legal arrangements for sharing profits, union of interest, reciprocal

concessions, or cooperation, as partner, joint venturer, or otherwise, with any person, partnership, corporation, association, combination, organization, entity or other body whatsoever, domestic or foreign, carrying on or proposing to carry on, or any business or transaction deemed necessary, convenient, or incidental to carrying out of any of the objects of this corporation.

(p) To have one or more offices to carry on all of its operations and business without restriction or limit as to amount, in any of the states, districts, territories or possessions or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, possession, colony or country.

(q) To endorse, or otherwise guarantee, or become a surety with respect to, or obligate itself for, or without becoming liable therefore, nevertheless, to pledge or mortgage all or any part of its properties to secure the payment of the principal of, and interest on, or either thereof, any bonds, including construction or performance bonds, debentures, notes, scrip, coupons, contracts or other obligations or evidence of indebtedness, or the performance or other bond, mortgage, or obligation or any other corporation or association, domestic or foreign, or of any firm, partnership, joint venture, or other person whatsoever, in which this corporation may have a lawful interest, of on account of, or with respect to, any transaction in which this corporation shall receive any lawful consideration, advantage or benefit, on any account whatsoever. Irrespective of the relative net worth of the corporations, associations, or persons involved, and of the relative amounts of obligations involved, this corporation shall be deemed to have a lawful interest in any corporation, association, or person (A) which owns stock in the corporation, or (B) which owns stock in another corporation which owns stock in this corporation, or (C) in which this corporation owns stock, or (D) in which another corporation also owns stock, or (E) which or who has entered into any contractual arrangement pursuant to which any such corporation or person undertakes corresponding or like obligations or endorsement, guarantee, or suretyship, with respect to all or any such obligations or evidences of indebtedness, contracts of this corporation, or which may engage with this corporation, in the conduct of any joint venture or enterprise, or in the use of common facilities or services.

(r) To carry on any other business in connection with the foregoing.

(s) To do any and all of the things herein set out and such other things as are incidental or conducive to the attainment of the objects and purposes of this corporation, to the same extent as natural persons might or could do in any part of the world, as principal, factor, agent, contractor, or otherwise either alone or in conjunction with any person, firm, association, corporation or any entity of whatever kind, and to do any and all such acts and things and to exercise any and all such powers to the full extent authorized or permitted to a corporation under any laws that may be now or hereafter applicable or available to this corporation.

The foregoing clauses, and each phrase thereof, shall be construed as objects and purposes of this corporation, as well as powers and provisions for the regulation of the business and the conduct of the affairs of the corporation, the directors, and stockholders thereof, all in addition to those powers specifically conferred upon the corporation by law, and it is hereby expressly provided that the foregoing specific enumeration of purposes and powers shall not be held to limit or restrict in any manner the powers of the corporation otherwise granted by law. Nothing herein contained, however, shall be construed as authorizing this corporation to carry on business of insurance in any of its branches.

FOURTH: The aggregate number of shares which the corporation shall have the authority to

issue is 1,000 shares of common stock, par value of \$1.00 per share. Such shares shall be all designated as common stock.

At all elections of directors of the corporation and in respect to all other matters as to which the vote of consent of the shareholder of the corporation shall be required to be taken, the holders of the common stock shall be entitled to one vote for each share held by them. The provisions for voting are as indicated in the By-Laws of the corporation.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are as provided in the By-Laws.

SIXTH: The initial registered address of the corporation is Brannen Construction, Inc. 291C Sukoshi Drive Callaway, Florida 32404 and the initial registered agent at such address is Tony Alan Brannen, Jr.

SEVENTH: The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as directors until the first annual meeting of the shareholders or until his successors are elected and shall qualify is:

Tony Alan Brannen, Jr.
P O Box 36332
Panama City, Florida 32412

EIGHTH: The name and address of the incorporator is:

Tony Alan Brannen, Jr.
P O Box 36332
Panama City, Florida 32412

Dated: Dec. 2, 2001

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Tony A. Brannen Jr.
Tony Alan Brannen, Jr. Incorporator

I hereby am familiar with and accept the duties & Responsibilities as Registered Agent.

Tony A. Brannen Jr.
Tony Alan Brannen, Jr. Registered Agent