ATTORNEYS & COUNSELORS AT LAW 129 S. COMMERCE AVENUE, SEBRING, FLORIDA 33870-3698 (863) 385-5188 • Fax (863) 471-1111

email: mccolrinal@earthlink.net

JAMES F. McCOLLUM WILLIAM J. RINALDO

November 29, 2001

RENEE MILLER
MELISSA NEWGENT
JULIE BRADDOCK
LEGAL ASSISTANTS

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

of Subirg.

Re:

Granite Construction, Inc.

Gentlemen:

Enclosed is the signed original and one signed copy of the Articles of Incorporation for the above named corporation. Both have been subscribed and acknowledged before a notary public. I am enclosing my check in the amount of \$122.50 representing a \$35.00 filing fee, a \$35.00 certified copy fee and \$52.50 for a registered agent designation. If you find these documents satisfactory, please place your certificate and endorse your approval on the photocopy and return same to me

Should you have any questions, please do not hesitate to contact this office.

Very truly yours,

James F. McCollum

JFM/rm enclosures

cc:

Client

AUTHORITATION BY PHONE TO

COBSTOT SKA - ALLS

DATE

DOC. BXAN

WH.

FILED



# FLORIDA DEPARTMENT OF STATE

Katherine Harris Secretary of State

December 6, 2001

JAMES F MCCOLLUM, ESQ. 129 S COMMERCE AVE SEBRING, FL 33870-3698

SUBJECT: GRANITE CONSTRUCTION, INC.

Ref. Number: W01000027778

We have received your document for GRANITE CONSTRUCTION, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

## Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6915.

Pamela Smith Document Specialist New Filings Section

Letter Number: 701A00064431



McCollum &

Rinaldo L.L.C.

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email: mccolrinal@earthlink.net

JAMES F. McCOLLUM WILLIAM J. RINALDO

December 6, 2001

RENEE MILLER
MELISSA NEWGENT
JULIE BRADDOCK
LEGAL ASSISTANTS

Secretary of State Division of Corporations Attn: Pam Smith Post Office Box 6327 Tallahassee, Florida 32314

Re: Granite Construction of Sebring, Inc.

Dear Ms. Smith:

I am enclosing a signed original and one signed copy of the Articles of Incorporation for the above named corporation per your phone conference with my paralegal Renee this date. Both have been subscribed and acknowledged before a notary public. I If you find these documents satisfactory, please place your certificate and endorse your approval on the photocopy and return same to me.

Should you have any questions, please do not hesitate to contact this office.

Very truly yours,

James F. McCollum

JFM/rm enclosures

cc: Client

### ARTICLES OF INCORPORATION

01 DEC 11 PM 2: 05

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

### GRANITE CONSTRUCTION OF SEBRING, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. NAME. The name of the corporation is: GRANITE CONSTRUCTION OF SEBRING, INC.

**Article 2. DURATION**. The duration of the corporation is perpetual.

Article 3. PURPOSE. The purpose for which the corporation is organized is to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way and to do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

Article 4. CAPITAL STOCK. The aggregate number of shares which the corporation is authorized to issue is 8,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. INITIAL REGISTERED OFFICE AND AGENT. The principal address as well as the street address of the initial Registered Office of the corporation is 129 South Commerce Avenue, Sebring, Florida, 33870, and the name of its initial Registered Agent at that address is

McCollum & Rinaldo, L.L.C.

Article 6. INITIAL BOARD OF DIRECTORS. The number of Directors constituting the initial Board of Directors is four (4). The number of Directors may be increased or decreased

from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the corporation is as follows:

NAME OF DIRECTOR	ADDRESS
Doug Walz	1117 US 27 South
	Sebring, FL 33870
Kaylene Walz	1117 US 27 South
	Sebring, FL 33870
Randy Brunner	3345 Lake Josephine Dr.
	Lake Placid, FL 33852
VaLinda Boykin	2730 Nautilus Dr.
	Avon Park, FL 33825

Article 7. INCORPORATORS. The name and address of the Incorporator is James F. McCollum, 129 South Commerce Avenue, Sebring, Florida, 33870.

Article 8. AMENDMENT. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. ACCEPTANCE BY REGISTERED AGENT. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

James F./McCollum, Incorporator

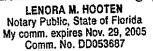
State of Florida County of Highlands

The foregoing instrument was sworn to, subscribed and acknowledged before me on  $\frac{12/6/o}{1}$ , by James F. McCollum,  $\boxtimes$  who is personally known to me or  $\square$  who has produced

as identification.

(affix notarial seal)

Signature of Notary Public - State of Florida



The undersigned hereby accepts the appointment as Registered Agent of GRANITE CONSTRUCTION OF SEBRING, INC. which is contained in the foregoing Articles of Incorporation.

Dated December 6, 2001.

McCollum & Rinaldo, L.L.C.

By:

James F/McCollum, President Registered Agent