

PO2000042860

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

500005309335--2  
-04/19/02--01078--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: \_\_\_\_\_

(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      ☐ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                                    & Certificate of  
                                    Status

ADDITIONAL COPY REQUIRED

FROM: \_\_\_\_\_

JAMES A. GUFFEY  
P.O. Box 572  
WEWA HETCHKA, FL. 32465

\_\_\_\_\_  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

FILED  
02 APR 19 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

BR 4-19  
1002-8266  
148  
4/22/02

**ARTICLES OF INCORPORATION  
OF  
GUFFEY ELECTRIC, INC.**

I, the undersigned incorporator, hereby make, acknowledge, and file these **ARTICLES OF INCORPORATION** for the purpose of becoming a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of this Corporation shall be **GUFFEY ELECTRIC, INC.**

**ARTICLE II  
NATURE OF BUSINESS**

The corporation may transact or conduct any type business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE III  
AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue 100,000 shares of Common Stock having no par value. No corporate stock shall be issued without a certificate.

The whole or any part of the authorized stock of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

**ARTICLE IV  
PREEMPTIVE RIGHTS OF SHAREHOLDERS**

Each initial shareholder of the corporation, as identified and recorded in the corporate records, shall be entitled to maintain his respective percentage of ownership of the corporation by having the right to purchase additional shares of stock of the corporation. Each initial shareholder may waive his or her preemptive right to acquire additional shares, by executing an express written waiver and delivering the same to the Corporation may sell the shares freely for a period of one year.

02 APR 19 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLE V  
TRANSFER RESTRICTIONS ON SHARES OF CORPORATE STOCK**

The stock of the corporation shall not be freely transferable. Said restrictions or limitations on the transfer of the stock shall be stamped or written on the back of each stock certificates and shall state, in effect, that transferability of the stock is limited, and that the person or entity acquiring said stock agree to the limitations established by or for the benefit of the Corporation.

**ARTICLE VI  
TERMS OF EXISTENCE**

The Corporation's existence shall be perpetual unless dissolved according to law.

**ARTICLE VII  
BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by or under the authority of the Board of Directors and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall consist of two (2) directors initially, who will be elected at the first organizational meeting after the incorporation. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

**ARTICLE VIII  
INCORPORATOR**

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

James Arlan Guffey  
214 East Osceola Street  
Wewahitchka, FL 32465

**ARTICLE IX  
INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE, AND REGISTERED  
AGENT**

The street address of the initial Registered Office of the Corporation in the State of Florida shall be located at:

3765 Highway 71 South  
Wewahitchka, FL 32465

**The name of the initial Registered Agent of the Corporation at that address shall be:**

**Arlan Milton Guffey**

**The street address of the Principal Office of the Corporation in the State of Florida shall be located at:**

**214 East Osceola Street  
Wewahitchka, FL 32465**

**The mailing address of the Principal Office of the Corporation in the State of Florida shall be located at:**

**P.O. Box 572  
Wewahitchka, FL 32465**

#### **ARTICLE X SPECIAL PROVISIONS**

**The following additional provisions for the regulation of the business, the conduct of the affairs of the Corporation, and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.**

- 1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.**
- 2. The Board of Directors may prescribe the methods for replacement of lost stock certificates, and prescribe reasonable conditions by way of security upon the issuance of new certificates therefore.**
- 3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all corporate officers and directors for services to the Corporation as officers, directors, or otherwise.**
- 4. The holders of validly authorized, issued, and outstanding shares of stock, or their legally designated agents, shall be entitled to vote said shares of stock. Each share of corporate stock shall be entitled to ONE VOTE on each matter submitted to a vote at the corporate meetings, and said shareholders shall not be entitled to cumulative voting rights.**

5. The initial shareholders have agreed that each such shall have the right of first refusal to purchase the stock of each other shareholder based upon a price that will be determined with the use of a formula for computing the then current value of the corporation as agreed upon by the initial shareholders.
6. The right to amend or otherwise change these Articles of Incorporation is hereby reserved by and to the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has made and subscribed these Article of Incorporation at Wewahitchka, Florida, for the uses and purpose aforesaid, this 20 day of March, 2002

  
James Arlan Guffey, Incorporator

**ACKNOWLEDGEMENT OF ARTICLES OF INCORPORATION**

STATE OF  
COUNTY OF

FLORIDA

Gulf

Before me personally appeared James Arlan Guffey, to me well known to be the person described in and who has executed the foregoing Articles of Incorporation, or who has presented satisfactory evidence of his identity by producing a Florida State Driver's license number G100-441-69-305-8 and who has freely and voluntarily acknowledged before me according to law that he has made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Wewahitchka, Gulf, County, Florida, this 20<sup>th</sup> day of March, 2002.

Shannon Whitfield  
SIGNATURE OF NOTARY PUBLIC

Shannon Whitfield  
PRINTED NAME OF NOTARY PUBLIC

NOTARY PUBLIC IN AND FOR  
SAID COUNTY AND STATE

My Commission Expires: 9/27/2004



Shannon Whitfield  
MY COMMISSION # CC970911 EXPIRES  
September 27, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.

**DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT  
OF  
GUFFEY ELECTRIC, INC.**

Pursuant to Section 48.091 and Chapter 607, Florida Statutes GUFFEY ELECTRIC, INC., having filed its Articles of Incorporation contemporaneously herewith, with its Registered Office at 3765 Highway 71 South, Wewahitchka, Florida 32465 has named Arlan Milton Guffey, located thereat, as its Registered Agent to accept services of process within the State of Florida.

BY:

  
James Arlan Guffey, Incorporator

Having been named as Registered Agent to accept services of process for GUFFEY ELECTRIC, INC., at the location designated herein, I am familiar with the requirements, and I accept and agree to act in the capacity of Registered Agent for said Corporation, and agree to comply with the laws of Florida applicable thereto.

BY:

  
Arlan Milton Guffey, Registered Agent

Witness:

  
James Arlan Guffey

FILED  
02 APR 19 AM 9:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA