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

1. \_\_\_\_\_  
(Corporation Name) (Document #)
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- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
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**NEW FILINGS**

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

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

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

**REGISTRATION/QUALIFICATION**

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

Examiner's Initials Bm 5/24

**ARTICLES OF INCORPORATION  
OF  
C & H ESTIMATING, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
NAME**

The name of the Corporation shall be: **C & H ESTIMATING, INC.**

**ARTICLE II  
DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually. The corporate existence shall commence as of the filing of the Articles of Incorporation.

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV  
CAPITAL STOCK**

The Corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the Corporation is authorized to have outstanding is 100 shares of common stock of a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the Corporation's securities.

**ARTICLE V**

**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial Registered Agent of this Corporation is **RIDLEY COHEN .**

The street address of the initial registered office and principal place of business of the corporation in the State of Florida is **2126 S. W. 60<sup>TH</sup> TERRACE, MIRAMAR, FLORIDA 33023.**

**ARTICLE VI**

**INITIAL BOARD OF DIRECTORS**

The Corporation shall have two (2) initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the Corporation. The names and street addresses of the initial directors are:

RIDLEY COHEN	2126 S. W. 60 <sup>th</sup> Terrace Miramar, Florida 33023
GATH HARRIS	2126 S. W. 60 <sup>th</sup> Terrace Miramar, Florida 33023

**ARTICLE VII**

**INCORPORATOR**

The name and address of the Incorporator of these Articles of Incorporation is:  
Eugene Fitz-Ritson, Esq., 18350 N. W. 2<sup>nd</sup> Avenue, #400, Miami, Florida 33169.

**ARTICLE VIII**

**BYLAWS**

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

**ARTICLE IX**  
**INDEMNIFICATION**

The Corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the Corporation, or any former officer, director, employee, or agent of the Corporation, or any person who at the request of the Corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

**ARTICLE X**  
**AMENDMENT**

The Corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

**ARTICLE XI**  
**BUY OUT PROVISION**

Should any stockholder desire to sell his or her stock, said stockholder shall so notify the other stockholders, in writing, of his or her intentions to sell. That upon receipt of said notification, the corporation shall authorize the accountant then employed by said corporation to make a full and complete audit of the books of said corporation, using standard accounting methods and principles in order to determine the book value of said corporation. Upon determination of the book value, the price of the stock shall be the buy-out figure and the person so desirous of selling must accept the price as set forth by the accountant. The remaining stockholder or stockholders shall purchase said stock in proportionate shares to the percentages that they presently own and the seller shall get 50%

of the purchase price within thirty days from the date that the audit is completed and the balance thirty days thereafter. If, however, the remaining stockholder or stockholders do not wish to purchase the selling stockholder's stock proportionately, or one stockholder completely, then in that event the selling stockholder shall have the right to buy the remaining stockholder's stock at the price and terms as set forth hereinabove.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 22<sup>nd</sup> day of May, 2002.

  
**EUGENE FITZ-RITSON, Incorporator**

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 48.091, Florida Statutes, the Corporation named herein, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

The name of the Corporation is: **C & H ESTIMATING, INC.**

2. The name and address of the registered agent and office are:

**RIDLEY COHEN**  
**2126 S. W. 60 TERRACE**  
**MIRAMAR, FLORIDA 33023**

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
**RIDLEY COHEN**

Dated: MAY 22, 2002

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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