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# ARTICLES OF INCORPORATION OF CALOOSA VALLEY CORPORATION

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

## ARTICLE I

#### Name

The name of this Corporation shall be CALOOSA VALLEY CORPORATION.

#### ARTICLE II

#### <u>Purpose</u>

This Corporation shall be organized for the purpose of engaging in environmental and consulting services, and any other business which is lawful under the laws of the State of Florida.

#### ARTICLE III

#### Agent

The registered agent of this Corporation shall be Catherine T. Brown. The address of the registered agent shall be 3213 Sharer Road, Tallahassee, Florida 32312.

#### ARTICLE IV

## Existence

This Corporation shall have perpetual existence.

## ARTICLE V

## Address

The initial street address of the principal office of this Corporation shall be 3213 Sharer Road, Tallahassee, Florida 32312.

#### ARTICLE VI

#### Capital Stock

The authorized capital stock of this Corporation shall consist of one thousand (1,000) shares of voting common stock having a par value of \$0.01 each.

#### ARTICLE VII

## Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall not have the preemptive right to purchase new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

#### ARTICLE VIII

#### Directors

This Corporation shall have no less than one (1) director. The number and requirements for qualification of directors shall be as set forth in the by-laws of the Corporation.

#### ARTICLE IX

#### Incorporator

The name and address of the Incorporator is: Catherine T. Brown, 3213 Sharer Road, Tallahassee, Florida 32312.

#### ARTICLE X

## **Officers**

The officers of the Corporation shall be a president, who shall be the chief executive officer, and a chief financial officer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors.

#### ARTICLE XI

#### Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes, or its successor statute.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this day of \_\_\_\_\_\_\_\_, 2002, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

Catherine T. Brown, Incorporator

## STATE OF FLORIDA COUNTY OF LEON

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared Catherine T. Brown, and being first duly sworn and upon her oath, stated that she signed the above Articles of Incorporation for the conditions and purposes therein expressed this //// day of ///// day of ////// 2002.

TEEN
CC 765411
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ic Underwriters
1

MOTARY PUBLIC - STATE OF FLORIDA

PRINTED NAME OF NOTARY; COMMISSION NUMBER AND EXPIRATION OF COMMISSION

Personally known to me		
or produced the following identification: FloRI	DA DRIVER	LICENSE

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## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, 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: CALOOSA VALLEY CORPORATION

2.	The name and address of the registered agent and office is:
	Catherine T. Brown
	(NAME)
	3213 Sharer Road
	(P.O. BOX <u>NOT</u> ACCEPTABLE)
	Tallahassee, Florida 32312
	(CITY/STATE/ZIP)
	SIGNATURE Catherine J. 1300m TITLE Incorporator DATE 6-14-02

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICEOFS
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN.
THIS CERTIFICATE, I 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.

SIGNATURE (afruin J.) Brown
DATE 6-14-02
REGISTERED AGENT FILING FEE: \$35.00

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