

**SPIRA, BOYD, BEADLE, McGARRELL & MARKS, L.L.C.**

*Attorneys & Counselors at Law*

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Melbourne/Palm Bay

August 20, 2002

**Suntree/Viera Office:**  
6767 N. Wickham Road, Suite 306  
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Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-08/23/02--01041--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: DAVID STEPHENS CONSTRUCTION, INC.

Dear Secretary of State:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced company along with our original filing fee in the amount of \$78.75 to cover the filing fee and one certified copy of the Articles. I am also providing a self-addressed, stamped envelope for your use in forwarding the certified copy requested.

Thank you for your assistance in this matter.

Sincerely,

JACK B. SPIRA

JBS/ses  
Encls.

FILED  
02 AUG 23 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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8-26-02

**ARTICLES OF INCORPORATION  
OF  
DAVID STEPHENS CONSTRUCTION, INC.**

**FILED**  
**02 AUG 23 AM 8: 50**  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**THE UNDERSIGNED**, subscriber to these Articles of Incorporation, a natural person, competent to contract, forms a corporation under the laws of the State of Florida; and further agrees to the following conditions of said corporation.

**ARTICLE I - NAME**

The name of this corporation is: **DAVID STEPHENS CONSTRUCTION, INC.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing with the date of acknowledgment of these Articles.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - AUTHORIZED STOCK**

The corporation is authorized to issue 1000 shares of common stock, having a par value of \$1.00 per share.

No shareholder shall divest himself of any of the shares without first giving the other shareholders the opportunity to purchase the shares of stock to be sold. Other shareholders shall have thirty (30) days from the date of said offer to reject or purchase the shares offered for sale.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI - INITIAL PRINCIPAL OFFICE AND AGENT**

The street address of the initial principal office of this corporation is: 5500 BURGESS AVENUE, COCOA, FLORIDA 32927.

The name and address of the initial registered agent of this corporation is: WILLIAM CRANE, 575 HARWOOD AVENUE, SATELLITE BEACH, FLORIDA 32937.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have three (3) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws. The names and addresses of the initial Directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM CRANE	575 HARWOOD AVENUE SATELLITE BEACH, FLORIDA 32937
BETH CRANE	575 HARWOOD AVENUE SATELLITE BEACH, FLORIDA 32937
DAVID STEPHENS	5500 BURGESS AVENUE COCOA, FLORIDA 32927

**ARTICLE VIII**

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM CRANE	575 HARWOOD AVENUE SATELLITE BEACH, FLORIDA 32937

**ARTICLE IX**

The officers of the corporation shall be a President, Vice President, Secretary and Treasurer, and such other officers as may be provided for by the By-Laws.

The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

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President	-	DAVID STEPHENS
Vice President	-	WILLIAM CRANE
Treasurer	-	WILLIAM CRANE
Secretary	-	BETH CRANE

The officers shall be elected at the annual meeting of the Board of Directors, or as provided in the By-Laws.

#### **ARTICLE X - BY-LAWS**

Section 1. The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

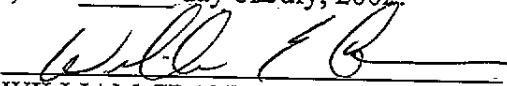
Section 2. Upon proper notice the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors at any regular meeting or any special meeting called for that purpose.

#### **ARTICLE XI - MANAGEMENT OF THE CORPORATION BY THE SHAREHOLDERS**

All management powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

(signature blocks on the following page)

IN WITNESS WHEREOF, the undersigned subscribing incorporator has  
executed the Articles of Incorporation, this 20<sup>th</sup> day of <sup>August</sup> ~~July~~, 2002.

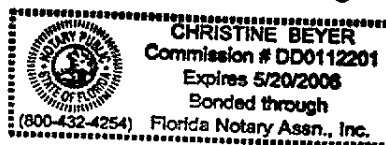
  
WILLIAM CRANE

STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in  
the aforementioned State and County to take acknowledgments and administer oaths,  
personally appeared, WILLIAM CRANE, who is personally known to me to me known  
to be the person described in and executed the foregoing Articles of Incorporation and he  
acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this  
20<sup>th</sup> day of <sup>AUGUST</sup> ~~July~~, 2002.

  
NOTARY PUBLIC



**DESIGNATION OF REGISTERED AGENT**

**I HEREBY ACCEPT** the designation as Registered Agent of DAVID STEPHENS CONSTRUCTION, INC.

FILED

02 AUG 23 AM 8:50

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

  
WILLIAM CRANE

STATE OF FLORIDA  
COUNTY OF BREVARD

**I HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the aforementioned State and County to take acknowledgments and administer oaths, personally appeared, WILLIAM CRANE, who presented Florida Driver's License as identification and executed the foregoing Designation of registered Agent and he acknowledged before me that he executed same.

20<sup>TH</sup> AUGUST  
IN WITNESS WHEREOF, I have hereunto set my hand and official seal this day of July, 2002.

  
NOTARY PUBLIC

