

# PO2000112562

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

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-10/18/02--01026--011

\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: T & D Mechanical Services, Inc

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Corporation Effective date shall be filing date 05

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75 05  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

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

ADDITIONAL COPY REQUIRED

FROM:

Deborah Steele

Name (Printed or typed)

4512 W North Street

Address

Tampa FL 33614

City, State & Zip

(813) 714-5307

Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

me 10/18

## Articles of Incorporation

The undersigned, acting as sole incorporator, hereby adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the laws of the State of Florida, as follows:

### ARTICLE I

#### Name

The name of the Corporation is T & D Mechanical Services, Inc.

#### Address

The principal mailing address of the Corporation is 8738 Exposition Dr., Tampa, Florida, 33628.

### ARTICLE II

#### Term of Existence

The corporate existence of the Corporation shall commence when these Articles of Incorporation is filed, as provided by Section 607.0203(1), Florida Statutes, and the Corporation shall have perpetual existence thereafter.

### ARTICLE III

#### Nature of Business

The Corporation is organized for the purpose of engaging in any and all lawful businesses.

### ARTICLE IV

#### Powers

The Corporation shall have power to:

- (a) have perpetual succession by its corporate name;
- (b) sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
- (c) have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;
- (d) purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;
- (e) sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

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- (f) lend money to and use its credit to assist its officers and employees to the full extent permitted by law;
- (g) purchase, take receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;
- (h) make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;
- (i) lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;
- (j) conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida;
- (k) elect or appoint officers and agents for the Corporation including teachers, administrative personnel and other persons and define their duties and fix their compensation;
- (l) make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation;
- (m) make donations for the public welfare or for charitable, scientific or educational purposes;
- (n) transact any lawful business which the Board of Directors of the Corporation shall find will be in aid of governmental policy;
- (o) pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, health plans, medical plans, dental plans, insurance plans and other incentive or benefit plans for any or all of the directors, officers, and employees of any subsidiaries it may have;
- (p) be a promoter, incorporator, general or limited partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise, and;
- (q) have and exercise all powers necessary or convenient to effect its purposes.

## **ARTICLE V**

### **Capital Stock**

The Corporation is authorized to issue 10,000 share of one-dollar (\$1,00) par value common stock, which shall be designate Common Stock.

## **ARTICLE VI**

### **Directors**

The Corporation shall have two (2) director's initially. The number of directors may be increase or decreased from time to time by the bylaws of the Corporation, provided that the Corporation shall always have at least two but no more than ten directors. The name and address of the initial directors of the Corporation, who shall serve until their successors are duly elected and qualified, are:

<u>Title</u>	<u>Name</u>	<u>Address</u>
Director	Deborah L. Steele	4512 W. North Street, Tampa, FL 33614
Director	Troy E. Steele	8738 Exposition Dr., Tampa, FL 33628

## **ARTICLE VII**

### **Registered Agent**

The name and address of the Registered Agent is:

<u>Name</u>	<u>Address</u>
Deborah L. Steele	4512 W. North Street, Tampa, FL 33614

## **ARTICLE VIII**

### **Incorporator**

The name and address of the incorporator signing these Article of Incorporation is:

<u>Name</u>	<u>Address</u>
Deborah L. Steele	4512 W. North Street, Tampa, FL 33614

The name and address of the Registered Agent is:

## **ARTICLE IX**

### **Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Corporation's Board of Directors.

## **ARTICLE X**

### **Indemnification**

The Corporation shall indemnify any director or officer or any former director or officer, to the full extent permitted by law.

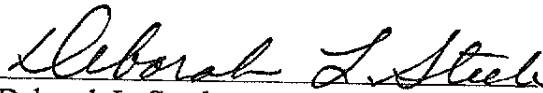
**ARTICLE XI**  
**Preemptive Rights**

Each shareholder of the Corporation shall have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at that time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights shall be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his or her preemptive rights by affirmative written notice of waiver within thirty days of receipt of notice or the Corporation's issuance of shares.

**ARTICLE XII**  
**Amendment**


These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this September 21, 2002.

  
Deborah L. Steele

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above Corporation at 4512 W. North Street, Tampa, FL 33614, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

  
Deborah L. Steele

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