

PB3000002650

John Kopolousos  
(Requestor's Name)

PO Box 562  
(Address)

Orange Park, FL 32067-0562  
(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

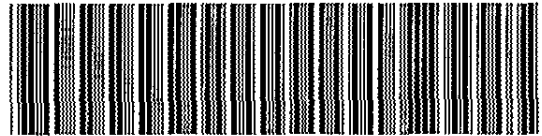
(Business Entity Name)

(Document Number)

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12/23/02--01052--020 \*\*113.75

EFFECTIVE DATE  
1-1-03

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TALLAHASSEE, FLORIDA  
02 DEC 31 PM 3:55

BK 1/8  
W-35851

KOPELOUSOS & BRADLEY, P.A.

ATTORNEYS AT LAW

1279 KINGSLEY AVENUE - SUITE 118

ORANGE PARK, FLORIDA 32073

MAILING ADDRESS: P.O. BOX 582

ORANGE PARK, FLORIDA 32067-0582

JOHN KOPELOUSOS  
ROBERT M. BRADLEY, JR.

TELEPHONE: (904) 269-1111  
TELECOPIER: (904) 269-1115

December 16, 2002

Division of Corporations  
ATTN: Personal & Confidential Anna Chesnut  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Rodgers Construction Company

Dear Ms. Chesnut:

As we discussed on the telephone last week, I am enclosing the following:

1. The original Articles of Dissolution of Rodgers Construction Company.
2. The original Affidavit waiving 120 day period following dissolution to assume the corporate name "Rodgers Construction Company".
3. The original and one copy of the Articles of Incorporation of Rodgers Construction Company. Please provide a certified copy of these Articles in the enclosed self-addressed envelope.
4. The original Designation of Registered Agent.
5. Our check in the amount of \$113.75 to cover the cost of recording the Articles of Dissoluton, recording fees for incorporation of Rodgers Construction Company and one certified copy of the new articles for Rodgers Construction Company

If you have any questions regarding this matter please do not hesitate to call me.

Very truly yours,



John Kopelousos



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

December 26, 2002

JOHN KOPELOUSOS  
PO BOX 562  
ORANGE PARK, FL 32067-0562

SUBJECT: RODGERS CONSTRUCTION COMPANY  
Ref. Number: W02000035851

We have received your document for RODGERS CONSTRUCTION COMPANY and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We cannot file your corporation at this time because the dissolution is not effective until December 31, 2002.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6919.

Beth Register  
Corporate Specialist Supervisor  
New Filings Section

Letter Number: 202A00067401

STATE OF FLORIDA )  
COUNTY OF CLAY )

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**AFFIDAVIT**


The undersigned, **DENNIS F. PEAVY** ("Peavy") as President of **RODGERS CONSTRUCTION COMPANY** (the "Corporation"), being first duly sworn, states:

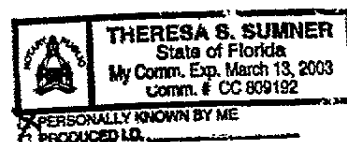
1. He is President of the Corporation.
2. As President of the Corporation, pursuant to a plan of complete liquidation and dissolution adopted by the shareholders of the Corporation, he has executed and filed with the Secretary of State of the State of Florida, Articles of Dissolution of the Corporation, which Articles are effective December 31, 2002.
3. The Corporation hereby releases and relinquishes the corporate name "Rodgers Construction Company" and, pursuant to F.S. §607.1405(4), waives the 120 day period following the effective date of its dissolution during which the corporate name of a dissolved corporation cannot be assumed or used by another and permits the immediate assumption or use of the corporate name "Rodgers Construction Company" by another corporation.

IN WITNESS WHEREOF, this Affidavit has been executed this 13<sup>th</sup> day of December, 2002.

  
\_\_\_\_\_  
**DENNIS F. PEAVY**, President

Subscribed and sworn to before me by **DENNIS F. PEAVY** (Known to me ☒ or Type of  
Ident. & No.: \_\_\_\_\_), this 13<sup>th</sup> day of Dec. 2002.

  
\_\_\_\_\_  
**NOTARY PUBLIC**  
Print Name: Theresa S. Sumner  
My Commission Expires:



EFFECTIVE DATE  
1-1-03

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**ARTICLES OF INCORPORATION  
OF  
RODGERS CONSTRUCTION COMPANY**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**Article 1. Name and Address:** The name of the corporation is RODGERS CONSTRUCTION COMPANY, located at 794 Foxridge Drive, Orange Park, FL 32065.

**Article 2. Duration.** The duration of the Corporation is perpetual.

**Article 3. Effective Date.** In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is January 1, 2003.

**Article 4. Purpose.** The general purposes for which the Corporation is organized are the following:

- A. To engage in and transfer any lawful business for which corporations may be incorporated under the Florida General Corporations Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

**Article 5. Capital Stock.** The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share. The Officers of the corporation are authorized to issue "Section 1244 Stock" as defined in Section 1244 of the Internal Revenue Code.

**Article 6. Stock Transfer Restrictions.** Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expend this Article and which may also include the Corporation as a party.

**Article 7. Preemptive Rights.** Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

- A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by the amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or
- B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which it attached or pertinent any warrant or warrants for other instruments conferring on the holder the right to subscribe for or

purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

**Article 8. Initial Registered Office and Agent.** The street address of the initial Registered Office of the Corporation is 794 Foxridge Drive, Orange Park, FL 32065, and the name of its initial Registered Agent at that address is Dennis F. Peavy.

**Article 9. Incorporators.** The name and address of each Incorporator is as follows:  
Dennis F. Peavy  
794 Foxridge Drive  
Orange Park, FL 32065

**Article 10. Amendment.** The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

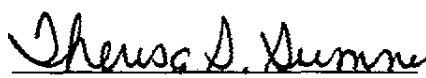
**IN WITNESS WHEREOF**, the undersigned have signed these Articles of Incorporation on this 13<sup>th</sup> day of December, 2002.

  
DENNIS F. PEAVY

**STATE OF FLORIDA  
COUNTY OF CLAY**

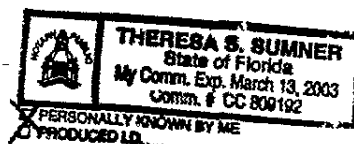
**Before me** personally appeared, DENNIS F. PEAVY, to me personally known and known before me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purpose therein expressed.

**WITNESS** my hand and official seal this 13<sup>th</sup> day of December, 2002.

  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires:

Identification

Personally Known ☒



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

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**PURSUANT** to the provisions of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

RODGERS CONSTRUCTION COMPANY, its principal office as indicated in the Articles of Incorporation at the City of Orange Park, County of Clay, State of Florida, has named DENNIS F. PEAVY, located at 794 Foxridge Drive, Orange Park, FL 32065, County of Clay, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
DENNIS F. PEAVY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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