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Ocean South
3500 South Third Street
Jacksonville Beach, Florida 32250
Phone: (904) 249-7288
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KURT ANDREW SIMPSON
A PROFESSIONAL ASSOCIATION
Attorneys At Law

February 18, 2003

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

Re: Intracoastal Contracting, Inc.

To Whom It May Concern:

Please find enclosed an original and one copy of the articles of incorporation for Intracoastal Contracting, Inc., along with our firm's check in the amount of \$78.75.

Thank you for your assistance in this matter.

Sincerely yours,

KURT ANDREW SIMPSON,
A Professional Association

A handwritten signature in cursive script that reads "Kurt Andrew Simpson".

By: KURT ANDREW SIMPSON, ESQUIRE

KAS/kdj
Enclosure

ARTICLES OF INCORPORATION
OF
INTRACOASTAL CONTRACTING, INC.

The undersigned, acting as Sole Incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

FIRST

The name of the Corporation is: **INTRACOASTAL CONTRACTING, INC.**

SECOND

The period of duration of the Corporation is perpetual.

THIRD

The purpose or purposes for which the Corporation is organized are to engage in any activity of business permitted under the Laws of the United States of America and of this State.

FOURTH

The aggregate number of shares that the Corporation shall have the authority to issue is 20,000 shares of Capital Stock with a par value of \$1.00 per share.

Initial Issue: 10,000 shares of the Capital Stock of the Corporation shall be issued for cash, inventory, goods, services and/or merchandise at a par value of \$1.00 per share.

Stated Capital: The sum of the par value of all shares of Capital Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

Dividends: The holders of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the Corporation.

Classes of Stock: The shares of stock of the Corporation are not to be divided into classes.

No Shares in Series: The Corporation is not authorized to issue shares in series.

FIFTH

The street address of the initial principal office of the Corporation is 861 South 10th Street, Jacksonville Beach, Florida 32250, and the name of the initial Registered Agent is DAVID M. FOGG, whose address is 861 South 10th Street, Jacksonville Beach, Florida 32250.

SIXTH

The initial Board of Directors shall consist of four members who need not be residents of the State of Florida nor Shareholders of the Corporation. Thereafter, the Board of Directors may consist of up to six (6) members, but no less than three (3) at any given time.

SEVENTH

The names and addresses of the persons who shall serve as the Directors until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified are as follows:

Jason P. Holder

12801 Kelsey Island Drive
Jacksonville, Florida 32224

Daniel L. Reed

13033 Brians Creek Drive
Jacksonville, Florida 32224

Michael G. Holder

4944 Woodridge Drive
Callahan, Florida 32011

David M. Fogg

1831 Twelve Oaks Lane
Neptune Beach, Florida 32266

EIGHTH

The name and address of the initial Incorporator is as follows:

David M. Fogg

1831 Twelve Oaks Lane
Neptune Beach, Florida 32266

NINTH

The names and addresses of the persons who shall serve as the Officers of the Corporation until the first annual meeting of Shareholders, or until their successors shall have been elected and qualified are as follows:

Jason P. Holder
President

12801 Kelsey Island Drive
Jacksonville, Florida 32224

Daniel L. Reed
Vice President

13033 Brians Creek Drive
Jacksonville, Florida 32224

Michael G. Holder
Secretary

4944 Woodridge Drive
Callahan, Florida 32011

David M. Fogg
Treasurer

1831 Twelve Oaks Lane
Neptune Beach, Florida 32266

TENTH

Two-thirds consent of the Shareholders of the Corporation shall be required for any Shareholder action.

ELEVENTH

The four initial Shareholders listed herein, to wit: Jason P. Holder, Daniel L. Reed, Michael G. Holder, and David M. Fogg shall have and retain one vote, equal to each other's vote, regardless of the number of shares owned at any time.

TWELFTH

The Shareholders have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a Shareholders' meeting, with not less than a two-thirds vote of the common stock.

THIRTEENTH

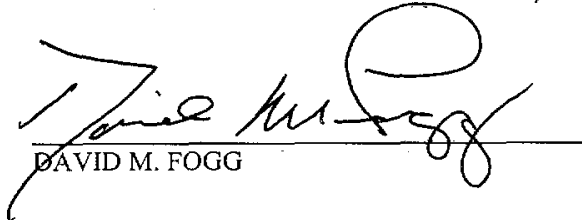
The holders of the common stock of this Corporation shall have pre-emptive rights to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the Corporation. The pre-emptive

right of any holder is determined by the ratio of the authorized and issued shares of stock held by the holder of all shares of common stock currently authorized and issued.

FOURTEENTH

Upon the death, disability, or retirement of any one of the four initial Shareholders, the remaining Shareholders shall each have an option to purchase the shares of such withdrawing Shareholder, at the fair market value at the time of such event. Such option shall expire thirty (30) days after the withdrawing Shareholder notifies the remaining Shareholders of the occurrence of any such event.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Jacksonville Beach, Duval County, Florida, this 18th day of February, 2003.

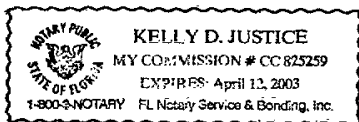


DAVID M. FOGG

STATE OF FLORIDA, COUNTY OF DUVAL, To Wit:

Before me, the undersigned authority, personally appeared DAVID M. FOGG, who is to me well known to be the person described in and who subscribed to the Articles of Incorporation, and that he did freely and voluntarily acknowledge before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my Hand and Official Seal at Jacksonville Beach, Duval County, Florida, this 18th day of February, 2003.

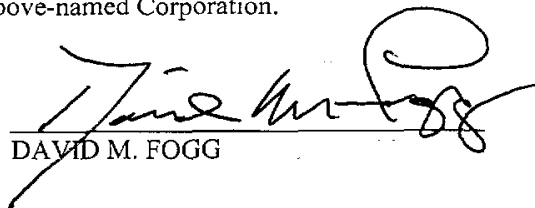




Notary Public

ACCEPTANCE

I, the undersigned, being a citizen of Jacksonville Beach, Duval County, Florida, do hereby accept the designation of Registered Agent of the above-named Corporation.



DAVID M. FOGG

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TALLAHASSEE, FLORIDA