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EFFECTIVE DATE

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SECRETARY OF STATE
FALLAHASSEE, FLORIDA

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# STROUD CONSTRUCTION

5220 San Miguel Street Milton, Florida 32583 Telephone (850) 995-8628 Cellular (850) 380-9539

November 5, 2003

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Incorporation of: )

Stroud Construction, Inc.

Dear Ladies/Gentlemen:

Enclosed please find the original and two copies of the Articles of Incorporation concerning the above for filing with your office. A check in the amount of \$87.50 is enclosed to cover the cost of the Filing Fee, Certified Copy, and Certificate of Status.

I would appreciate your returning the Certified Copy and Certificate of Status to our office in the self address priority mail envelope provided as it is imperative that I get a copy of this to the Department of Workers Compensation as quickly as possible. If you should have any questions, please advise.

Sincerely,

Tina Stroud

Please Return To:

Stroud Construction 5220 San Miguel Street Milton, Florida 32583

### ARTICLES OF INCORPORATION

OF

# STROUD CONSTRUCTION, INC.

# <u>ARTICLE I - NAME</u>

The name of this corporation is: STROUD CONSTRUCTION, INC.

# FILED 03 NOV -6 PK 3 56 SECRETARY OF STATE TALLAHASSEE, FLORIDA

# **ARTICLE II - DURATION**

The corporation shall exist perpetually commencing on the date of filing.

# ARTICLE III - PURPOSE

The corporation is organized for the purpose of transaction any or all lawful business.

# ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

### ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 5220 San Miguel Street, Milton, Florida 32583, and the name of the registered agent for this corporation is Tina Stroud, 5220 San Miguel Street, Milton, Florida 32583.

# ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporations is:

JOHN M. STROUD

5220 San Miguel Street

Milton, Florida 32583

TINA M. STROUD

5220 San Miguel Street

Milton, Florida 32583

# **ARTICLE VIII - INCORPORATORS**

The name and address of the person signing these articles is:

TINA M. STROUD

5220 San Miguel Street

Milton, Florida 32583

### ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

### ARTICLE X - SHARES OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

JOHN M. STROUD

250 Shares

TINA M. STROUD

250 Shares

### ARTICLE XI - REGISTERED AGENT

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 agent, in the State of Florida.

The name and address of the registered agent and office is:

TINA M. STROUD

5220 San Miguel Street

Milton, Florida 32583

## ARTICLE XII - INDEMNIFICATION

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

### ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

# ARTICLE XIV - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares of stock held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

### ARTICLE XV- TAX ARTICLE

It is the intention of this charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

# ARTICLE XV- EFFECTIVE DATE OF CORPORATION

The effective date of this corporation shall be January 1, 2004.

IN WITNESS WHEREOF, the undersigned subscribed has executed these

Articles of Incorporation this 5<sup>TH</sup> day of November, 2003.

ANGELISA M. WATSON IY COMMISSION # DD 1562

EXPIRES: February 20, 20% Sonded Thru Notary Public Underwrit. INA M. STROUD/INCORPORATOR

STATE OF FLORIDA (COUNTY OF Eschola)

The foregoing instrument was acknowledged before me this 5<sup>TH</sup> day of November, 2003 by TINA M. STROUD, who is produced Florida Drivers License Number S363-813-68-724-0 and who did not take an oath.

NOTARY PUBLIC

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF 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.

TINA M. STROUD

November 5, 2003