

# P030000149282

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## FLORIDA PROFIT CORPORATION OR P.A.

## FRANK'S MASONRY, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

December 11, 2003

JOHNSTON & SASSER

SUBJECT: FRANK'S MASONRY, INC.  
REF: W03000037509

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An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6925.

Cynthia Blalock  
Document Specialist  
New Filings Section

FAX Aud. #: W03000332516  
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Fax Audit Number H03000332516 3

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**ARTICLES OF INCORPORATION**

**OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FRANK'S MASONRY, INC.**

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

**ARTICLE I - NAME**

The name of this corporation is FRANK'S MASONRY, INC.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on January 1, 2004.

**ARTICLE III - PURPOSE**

The general purposes for which the Corporation is organized are the following:

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

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the Corporation is authorized to issue is ONE

Prepared by:  
Darryl W. Johnston, Esquire  
Florida Bar No. 768286  
Johnston & Sasser, P. A.  
P. O. Box 997  
Brooksville, FL 34605-0997  
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Fax Audit Number H03000332516 3

Fax Audit Number H030003325163

THOUSAND (1,000) shares of common stock. Such shares shall be of a single class and shall have no par value per share.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this corporation and the street address is Frank Davis, 220 Wilson Avenue, Brooksville, FL 34601. The principal office and mailing address of this corporation is 220 Wilson Avenue, Brooksville, FL 34601.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have two Directors constituting the initial Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The names and addresses of the initial Board of Directors of this corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Frank Davis	220 Wilson Avenue, Brooksville, FL 34601
Cassandra Davis	220 Wilson Avenue, Brooksville, FL 34601

**ARTICLE VII - INCORPORATORS**

The name and address of the Incorporators are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Frank Davis	220 Wilson Avenue, Brooksville, FL 34601
Cassandra Davis	220 Wilson Avenue, Brooksville, FL 34601

**ARTICLE VIII - 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

Fax Audit Number H030003325163

Fax Audit Number H03000 332516 3

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 any 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 is attached or pertinent any warrant or warrants or 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 IX - 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 expand this Article and which may also include the Corporation as a party.

Fax Audit Number H03000 332516 3

Fax Audit Number HD3000332516 3

**ARTICLE X - 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 subscriber has executed these Articles of Incorporation this 9th day of December, 2003.

Frank Davis  
Frank Davis

Cassandra Davis  
Cassandra Davis

STATE OF FLORIDA  
COUNTY OF HERNANDO

THE foregoing Articles of Incorporation were signed and acknowledged before me by Frank Davis and Cassandra Davis, who are personally known to me or who produced Florida D/L as identification, and who did not take an oath, this 9th day of December, 2003.  
AND FLORIDA ID CARD



Roxanne J. Bassett  
MY COMMISSION # DD059115 EXPIRES  
November 13, 2005  
BONDED THROUGH TROY FAIR INSURANCE, INC.

Roxanne J. Bassett  
Notary Public

(Stamp, type, or print name and  
date commission expires along with  
commission number below or to the left)

Fax Audit Number HD3000332516 3

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Fax Audit Number HD 3000332516 3

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is FRANK'S MASONRY, INC.
2. The name and address of the registered agent and office is:

Frank Davis, 220 Wilson Avenue, Brooksville, FL 34601

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.

Frank Davis

Frank Davis

12-9-003

Date

Fax Audit Number HD 3000332516 3