

P04000032230

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

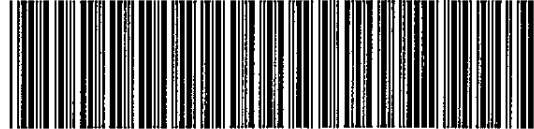
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900028522849

02/13/04--01070--019 **87.50

FILED
04 FEB 13 PM 4:18
FEDERAL RESERVE
BANK OF NEW YORK

✓

40
2-18

462 Dixie HWY
Titusville, FL 32796

January 30, 2004

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: ARTICLES OF INCORPORATION

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with a check in the amount of \$87.50 to cover the filing fee, the certified copy of the articles and the certificate.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the above address.

If you have any questions regarding this matter, you may contact me at (321) 268-3167. Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script that reads "Rufus Freeman".

Rufus Freeman, Sr.

Enclosures

**ARTICLES OF INCORPORATION
OF
FREEMAN CONCRETE, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I – NAME

The name of the corporation shall be Freeman Concrete, Inc.

ARTICLE II – NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III – DURATION

This corporation shall exist perpetually, commencing at the time of filing these articles with the Secretary of State of the State of Florida.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock having a par value of \$1.00 per share, which shall be designed "Common Shares."

ARTICLE V – VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI – PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind 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 at which it is offered to others.

FILED
04 FEB 13 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FL 32304

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 462 Dixie HWY, Titusville, Florida 32796 and the name of the initial Registered Agent for the corporation at that address is Rufus Freeman, Sr.

ARTICLE VIII – INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of one director. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial directors of this corporation shall consist of:

Rufus Freeman, Sr. – President & Treasurer – 462 Dixie HWY, Titusville, FL 32796
Rufus Freeman, Jr. – Vice President – 462 Dixie HWY, Titusville, FL 32796
Nora Freeman – Secretary – 462 Dixie HWY, Titusville, FL 32796.

ARTICLE IX – INCORPORATOR

The name and address of the incorporator is:

Rufus Freeman, Sr. – 462 Dixie HWY, Titusville, FL 32796.

ARTICLE X – LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE XI – SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with

such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE XII – BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XIII – CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by the Board of Directors of this corporation.

ARTICLE XIV – SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV – INDEMNIFICATION

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

ARTICLE XVI – AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XVII – RESTRICTIONS OF TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amounts set forth opposite their names:

Rufus Freeman, Sr. - 50%
Rufus Freeman, Jr. - 50%

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 5th day of FEBRUARY, 2004.

Incorporator:

Rufus Freeman

STATE OF FLORIDA
COUNTY OF BREVARD

Before me, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared: RUFUS FREEMAN, SR.
known to me to be the persons who executed the foregoing articles of incorporation and they acknowledge before me that they executed those articles of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 5th day of FEBRUARY, 2004.

(SEAL)



CATHY W. BRADSHAW
MY COMMISSION # DD 147261
EXPIRES: September 3, 2008
Bonded Thru Budget Notary Services

Cathy Bradshaw
Notary Public
State of FLORIDA
My Commission Expires:
9/3/08

**DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida.

Freeman Concrete, Inc., a corporation organizing under the laws of the State of Florida, with its principal office located at 462 Dixie HWY, Titusville, FL 32796, has named Rufus Freeman, Sr., whose address is 462 Dixie HWY, Titusville, FL 32796, as its Agent to accept service of process within this State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Rufus Freeman

FILED
04 FEB 13 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, this day personally appeared RUFUS FREEMAN, SR., who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 5th day of FEBRUARY, 2004.

(SEAL)



CATHY W. BRADSHAW
MY COMMISSION # DD 147261
EXPIRES: September 3, 2006
Bonded Thru Budget Notary Services

Cathy Bradshaw
Notary Public

State of FLORIDA

My Commission Expires: 9/3/06

CB