

CAPITAL CONNECTION

850 224 1222

04/06 04 10:50 NO.132 01/06

PO 4000058972

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000072682 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : 120000000257
Phone : (850) 224-8870
Fax Number : (850) 224-7047

FLORIDA PROFIT CORPORATION OR P.A.

T.B. DRYWALL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

[Electronic Filing Menu](#)[Corporate Filing](#)[Public Access Help](#)

FILED

04 APR - 6 PM 1:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION

850 222 1222

04/06 '04 10:50 NO.132 02/06

H04000072682

ARTICLES OF INCORPORATION

of

T.B. DRYWALL, INC.,

A Florida For Profit Corporation

Preamble

The undersigned incorporator, a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for said corporation.

ARTICLE I

Corporate Name

The name of this corporation shall be T.B. DRYWALL, INC. The business address of the corporation is 10479 104TH AVENUE, LARGO, FL 33773.

ARTICLE II

Corporate Duration

This corporation shall have a perpetual existence.

ARTICLE III

Corporate Purpose

This corporation is organized for the purpose of transacting any and all lawful business including but not limited to construction.

ARTICLE IV

Corporate Stock

The aggregate number of shares that the corporation is authorized to issue is

H04000072682

FILED
04 APR -6 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1,000,000 shares of common stock. The par value of the shares is \$1.00 per share.

ARTICLE V

Initial Registered Agent and Registered Office

The name of the initial registered agent of the corporation is Bruce G. Kaufmann, J. D., P. A.

The address of the initial registered office of the corporation is Bruce G. Kaufmann, J.D., P.A., 6463 Park Boulevard, Seminole, FL 33777

ARTICLE VI

Board of Directors

The management and control of the corporation shall be vested in a Board of Directors of one or more directors, as provided by the By-Laws of the corporation, said Board to be elected by the stockholders of the corporation at the regular meeting of said stockholders.

If State law so provides, then upon the unanimous written agreement of all the stockholders of the corporation, the above described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable State law. The names and addresses of the first Board of Directors of the corporation are:

BRIAN LATRONICA

10479 104th AVENUE
LARGO, FL 33773

TERRY WILSON

10479 104th AVENUE
LARGO, FL 33773

Until the first meeting of stockholders, management and control of this corporation shall be vested in the above Board composed of one director. This director shall hold office until his successors are duly elected and qualified.

H04000072682

ARTICLE VII

Officers

The Board of Directors shall, at its Initial meeting, elect a President, Vice-President, Secretary and Treasurer and such other officers as the Board from time to time shall designate. Until the first Board of Directors meeting and until officers are selected, the following named persons shall hold the below designated offices until their successors are elected and qualified:

President: Brian Latronica
Vice President: Terry Wilson
Secretary: Bruce G. Kaufmann, J.D.,

ARTICLE VIII

Incorporator

The names and address of the incorporator of the corporation is:

BRUCE G. KAUFMANN, J.D.,
8463 PARK BOULEVARD
SEMINOLE, FL 33777

ARTICLE IX

Indemnification

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit, or proceeding, including any appeal thereof, provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

H04000072682

H04000072682

ARTICLE X

By-Laws

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

ARTICLE XI

Amendment

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 2nd day of April, 2004.

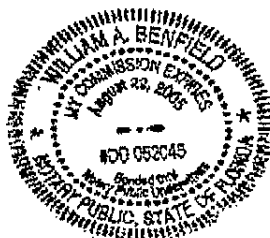
WITNESSES:

Parker M. Kelch, Sr.Bruce G. Kaufmann, J.D.
BRUCE G. KAUFMANN, J.D., Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared BRUCE G. KAUFMANN, J.D., as Incorporator, to me well known to be the person described in and who acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 2nd day of April, 2004.

William A. Benfield
Notary Public

My Commission Expires:

H04000072682

H04000072682

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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: T.B. DRYWALL, INC.
2. The name and address of the registered agent and office is:

Bruce G Kaufmann, JD
(Name)

8463 Park Boulevard
(P.O. Box or Mail Drop Box NOT acceptable)

Seminole, FL 33777
(City/State/Zip)
Tel. 727 - 320-8721

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.

Bruce Kaufmann, JD.
Signature

4/2/2004
Date

H04000072682

FILED

04 APR -6 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA