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2005 JAN 18 P 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## TRANSMITTAL LETTER

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

**SUBJECT:** Okaloosa Contracting, Inc  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
<b>ADDITIONAL COPY REQUIRED</b>	

**FROM:** Virgil W. Henley  
Name (Printed or typed)

396 S Main St., Suite A  
Address

Crestview, FL 32536  
City, State & Zip

850-689-1983  
Daytime Telephone number

**NOTE:** Please provide the original and one copy of the articles.

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## **ARTICLES OF INCORPORATION**

ARTICLES OF INCORPORATION OF **OKALOOSA CONTRACTING, 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 **OKALOOSA CONTRACTING, 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 CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 150 shares of common stock having a par value of \$1.00 per share.

### **ARTICLE IV ADDRESS**

The street address of the initial registered office of the corporation shall be:

396 S. Main St., Suite A  
Crestview, Florida 32536

and the name of the initial Registered Agent for the corporation at that address is

Virgil W. Henley

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## **ARTICLE V SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

## **ARTICLE VI TERM OF EXISTENCE**

This corporation shall exist perpetually.

## **ARTICLE VII 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 VIII 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.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Virgil W. Henley, President  
Cynthia A. White, Secretary

### ARTICLE X INCORPORATOR

The name and address of the incorporator is:

Virgil W. Henley  
396 S. Main St., Suite A  
Crestview, Florida 32536

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 12 day of JANUARY, 2005.

Incorporator: Virgil Henley  
Signature

VIRGIL HENLEY  
Printed Name

STATE OF Florida

COUNTY OF Okaloosa

The foregoing instrument was executed and acknowledged before me this 12th day of January, 2005, by Virgil Henley.

Cynthia A. White Notary Public, State of Florida

My Commission Expires: Aug. 4, 2007



CYNTHIA A. WHITE  
MY COMMISSION # DD 238190  
EXPIRES: August 4, 2007

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SECRETARY OF STATE

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Virgil Henley  
Signature / Registered Agent

12 JAN 05  
Date

Virgil Henley  
Signature / Incorporator

12 JAN 05  
Date