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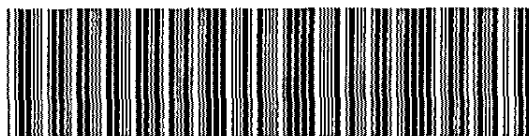
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FILED

05 MAY 10 AM 8:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SAM COPELAND MASONRY, INC.**

**FILED**

**05 MAY 10 AM 8:19**

**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

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

**ARTICLE I – CORPORATE NAME**

The name of the corporation is SAM COPELAND MASONRY, INC.

**ARTICLE II – DURATION**

This corporation shall exist perpetually unless dissolved according to Florida Law.

**ARTICLE III – PURPOSE**

This corporation is organized for the purpose to provide masonry work to the American public.

**ARTICLE IV – CAPITAL STOCK**

The number of shares of stock of this corporation is:

100 shares at \$1.00 par value

**ARTICLE V – PRINCIPAL OFFICE**

The principal office and mailing address of this corporation is:

1769 63<sup>rd</sup> TERRACE SOUTH  
ST. PETERSBURG, FL 33712

**ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent of this corporation are:

Foster Lovett, CPA  
400 E. MLK Blvd.  
Suite 108  
Tampa, Florida 33603

**ARTICLE VII – INCORPORATOR**

The name and address of the incorporator of this corporation is:

Sam Copeland  
1769 63<sup>rd</sup> Terrace South  
St. Petersburg, Florida 33712

**ARTICLE VIII – OFFICERS**

The officers of the Corporation shall be:

President: Sam Copeland  
1769 63<sup>rd</sup> Terrace South  
St. Petersburg, Florida 33712

Vice-President: Eula Copeland  
1769 63<sup>rd</sup> Terrace South  
St. Petersburg, Florida 33712

Treasurer: Bridgette Copeland-Gould  
1114 Araina Blvd.  
Auburndale, Florida 33823

**ARTICLE IX – INITIAL BOARD OF DIRECTOR(S)**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name of the initial director of the corporation is as follows:

Sam Copeland  
1769 63<sup>rd</sup> Terrace South  
St. Petersburg, Florida 33712

## **ARTICLE X – BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the shareholders.

## **ARTICLE XI – MANAGEMENT OF CORPORATIONS BY SHAREHOLDERS**

All corporate power shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

## **ARTICLE XII – SHAREHOLDER QUORUM AND VOTING**

One Hundred (100%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

## **ARTICLE XIII – AMENDMENT TO CHARTER**

These Articles of Incorporation may be amended, altered, or changed by the shareholders only at a regular meeting or special meeting called for this purpose.

## **ARTICLE XIV – CONTRACTS**

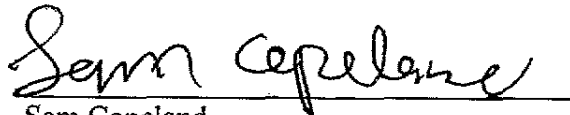
No contract or other transaction between the company and any other corporation, whether or not a majority of the capital stock of the same shall be owned by the company, shall be affected or invalidated by reason of the fact that any one or more of the stockholders of the company is or are interested in, or is a director or officer, or are directors or officers of such corporation. Any shareholder or shareholders, individually or jointly may be a party or parties to or may be interested in any contract or transaction of the company or in which the company is interested, and no contract, act or transaction of the company with any person or persons, firm or corporation shall be affected or invalidated by the fact that any shareholder or shareholders, officer or officers of this corporation is a part or are parties to or interested in such contract, act or transaction or in any way connected with such person or persons, firm or corporation. Each and every person who may become a shareholder of the company is hereby relieved from any liability that might exist otherwise from thus contracting with the company for the benefit of himself or any firm, association, or corporation in which he may in anywise be interested.

## **ARTICLE XV – INDEMNITY OF OFFICERS AND STOCKHOLDERS**

This corporation shall indemnify and save harmless its officers and stockholders of and from any suits, actions, or judgments arising out of their conduct of the affairs of the corporation, in which suit, action or judgment, any liability shall be alleged or imposed

upon any of the corporation's officers or stockholders in behalf of the corporation, and the corporation shall further pay all costs, legal expenses, and any other charges, that said officer or stockholder may incur in the defense of any claim, suit, or action that may be instituted against the said officers or stockholders in their individual capacities, it being the purpose and intent that the corporation shall save its officers and stockholders harmless from any action taken by them in its behalf.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 4 day of may, 2005.

  
Sam Copeland

**CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT OF

SAM COPELAND MASONRY, INC.


05 MAY 10 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

Pursuant to Florida Statutes, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its principal office and mailing address as indicated in the Articles of Incorporation, has named **Foster Lovett** located at the aforesaid address, as its Registered Agent to accept service of process within this state.

**ACKNOWLEDGEMENT**

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in the above 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 for said corporation.

  
Foster Lovett