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Direct Dial: 757.473.5436 wchappell@williamsmullen.com

April 15, 2005

File No: 035428.0001

VIA UPS NEXT DAY AIR

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re:

Elite Contracting, Inc.

Dear Sir or Madam:

Please file the enclosed Certificate of Domestication, Articles of Incorporation and Statement of Registered Agent form for Elite Contracting, Inc., effective April 18, 2005.

I enclose our firm's check in the amount of \$120.00 to defray costs of filing.

Please forward acknowledgement of this filing to my attention as soon as possible.

Should you have any questions, please do not hesitate to contact me directly (757) 473-5436. Thank you for your assistance.

Sincererly,

Wendy M. Chappell Corporate Paralegal

Enclosures

cc: Mr. Michael S. Mcinnis (w/encl.)

Bradford D. Bimson, Esquire (w/o encl.)

#1015061 v1 - L- FLSOS - domesticate - Elite Contracting, Inc.



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 22, 2005

WILLIAMS MULLEN ATTN WENDY M. CHAPPELL 222 CENTRAL PARK AVE STE 1700 VIRGINIA BCH, VA 23462-6762

SUBJECT: ELITE CONTRACTING, INC.

Ref. Number: W05000020502

We have received your document for ELITE CONTRACTING, INC. and your check(s) totaling \$120.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White Document Specialist New Filings Section

Letter Number: 005A00027926

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CERTIFICATE OF DOMESTICATION OF ELITE CONTRACTING, INC.

FILED

2005 JUN -9 A 10: 24

In accordance with Section 607.1801 of the Florida Business Corporation, Act, as amended, Michael S. Mcinnis, President of Elite Contracting, Inc. The Michael School of Corporation, Act, as amended, Michael S. Mcinnis, President of Elite Contracting, Inc. The Michael School of Corporation, Act, as amended, Michael S. Mcinnis, President of Elite Contracting, Inc. The Michael School of Corporation, Act, as amended, Michael S. Mcinnis, President of Elite Contracting, Inc. The Michael School of Corporation of Corporation, Act, as amended, Michael S. Mcinnis, President of Elite Contracting, Inc. The Michael School of Corporation of C

- 1. The date on which the Corporation was first formed was: August 21, 2002.
- 2. The jurisdiction where the Corporation was first formed, incorporated, or otherwise came into being was:

 Commonwealth of Virginia.
- 3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was: Elite Contracting, Inc.
- 4. The name of the Corporation, as set forth in its Articles of Incorporation, to be filed pursuant to Sections 607.0202 and 607.0401 with this certificate is: Elite Contracting Services, Inc.
- 5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was: Commonwealth of Virginia.
- 6. Pursuant to Section 607.1801, the Florida Articles of Incorporation are attached to this Certificate of Domestication to complete domestication requirements.

I, Michael S. Mcinnis am the President of Elite Contracting, Inc. and am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this 15 day of 100.

Michael S. Mcinnis, President

ARTICLES OF INCORPORATION OF ELITE CONTRACTING, INC.

FILED

ARTICLE I **NAME**

2005 JUN -9 A 10: 24

The name of the Corporation (the "Corporation") shall be: Elite Contracting Services Inc.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

2800 Emma Street, Apartment 125 Key West, Florida 33040

ARTICLE III <u>PURPOSE</u>

The purpose for which the Corporation is organized is: to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock the Corporation is authorized to issue is: 5,000

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the Florida street address of the registered agent are:

CT Corporation System 1200 South Pine Island Road Plantation, Florida 33324

ARTICLE VI INCORPORATOR

The name and address of the Incorporator are:

Bradford D. Bimson, Esquire Williams, Mullen, Clark & Dobbins, P.C. 222 Central Park Avenue, Suite 1700 Virginia Beach, Virginia 23462-3035

These Articles of Incorporation have been duly executed this 15 day of Lori the Incorporator:

Bradford D. Bimson, Incorporator

#1015029 vl - AOI - FL - Elite Contracting, Inc.

FILED

STATEMENT OF REGISTERED AGENT OF ELITE CONTRACTING SERVICES, INC.

2005 JUN -9 A 10: 24

In accordance with Chapter 607, F.S., CT Corporation System, the Registered Agent for ORIDA Elite Contracting Services, Inc. ("Corporation"), hereby files the following statement with the Florida Department of State:

Having been named as Registered Agent to the Corporation, and to accept service of process for the 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 as provided for in Chapter 607, F.S.

CT Corporation System

By:

Judith B. Argao, Asst. V.P. & Secy. [Printed Name and Title]

Date: March 22, 2005

#1015058 v1 - RA Consent - FL - Elite Contracting Services, Inc. 035428.0001