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J. Shivers

J. Shivers AUG 17 2005

TRANSMITTAL LETTER

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

SUBJECT: CONCRETE & SOIL SOLUTIONS, INCORPORATED
(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
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: BRENT KUCK
Name (Printed or typed)

6187 SHIRLEY ST UNIT 2
Address

NAPLES, FL 34109
City, State & Zip

239-597-6600
Daytime Telephone number

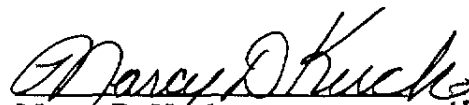
RECEIVED
DIVISION OF
CORPORATIONS
JAN 16 1990
TALLAHASSEE, FL

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

**ACCEPTANCE OF DESIGNATION
AS ALTERNATE REGISTERED AGENT FOR
CONCRETE & SOIL SOLUTIONS INCORPORATED**

THE UNDERSIGNED, Marcy D. Kuck a natural person who resides in the State of Florida, and who has a mailing address at 1031 Diana Avenue, Naples, Florida 34103, and is otherwise qualified to serve herein, hereby agrees to act as the alternate registered agent for CONCRETE & SOIL SOLUTIONS, INCORPORATED, a Florida corporation.

Dated this 2 day of August, 2005.



Marcy D. Kuck
1031 Diana Avenue
Naples, Florida 34103
Telephone 239-261-6608
Facsimile 239-597-1550

RECEIVED
05 AUG 16 AM 7:29
FBI - MIAMI



INCORPORATOR

BRENT KUCK

CONCRETE & SOIL SOLUTIONS INC.

ARTICALS OF INCORPORATION
OF
CONCRETE & SOIL SOLUTIONS, INCORPROATED

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned incorporator, being a natural person of the age of eighteen (18) years or more, and desiring to form a Corporation under the laws of the State of Florida, does hereby sign, verify and deliver in duplicate to the Secretary of State of the State of Florida the ARTICLES OF INCORPORATION.

ARTICLE I

NAME

The name of the Corporation shall be: Concrete & Soil Solutions, Incorporated

ARTICLE II

PERIOD OF DURATION

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE III

PURPOSE

The purpose for which this Corporation is organized is to transact any lawful business or businesses for which Corporations may incorporated pursuant to the Florida Corporation Code and shall include general construction services and operations within the State of Florida.

ARTICLE IV

SHARES

The Corporation shall have one class of stock which shall be designated common stock. The aggregate number of shares which this Corporation shall have the authority to issue is one hundred (100) shares. No share shall be issued until it has been paid for, and it shall thereafter be non assessable. All shares will have one dollar (\$1.00) par value.

05 AUG 15 AM 7:39

SECRETARY OF STATE
FLORIDA

ARTICLE V
PREEMPTIVE RIGHTS

A shareholder of the Corporation shall be entitled to a preemptive right to purchase, subscribe for, or otherwise acquire any un-issued or treasury shares of stock of the Corporation, or any options or warrants to purchase, subscribe for or otherwise acquire any such un-issued or treasury shares, or any shares, bonds, notes, debentures, or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire any such un-issued or treasury shares.

ARTICLE VI
SHARE TRANSFER RESTRICTIONS

The Corporation shall have the right to impose restrictions upon the transfer of any of its authorized shares or any interest therein. The Board of Directors is hereby authorized on behalf of the Corporation of exercise the Corporation's right to impose such restrictions.

ARTICLE VII
REGISTERED OFFICE AND AGENT

The initial registered office of The Corporation shall be at 6187 Shirley Street #2, Naples, Florida 34109, and the name of the initial registered agent at such address is Brent T. Kuck. The written consent of the initial registered agent to the appointment as such is stated below. Either the registered office or the registered agent may be changed in the manner provided by the law.

ARTICLE VIII
INITIAL PRINCIPAL OFFICE

The initial principal office of the Corporation shall be at 6187 Shirley Street #2, Naples, Florida 34109.

ARTICLE IX

INITIAL BOARD OF DIRECTIONS

The initial Board of Directors of the Corporation shall consist of one (1) director, and the name and address of the person who shall serve as director until the first annual meeting of shareholders or until his successors are elected and shall qualify is : BRENT T. KUCK, 6187 Shirley Street #2, Naples, Florida 34109. The number of directors shall be fixed in accordance with the bylaws.

ARTICLE X

LIMITATION ON DIRECTOR LIABILITY

A director of the Corporation shall not be personally liable to the Corporation or to its shareholders for monetary damages otherwise existing for (i) any breach of the director's duty of loyalty to the Corporation or to its shareholders. (ii) acts or omissions not in good faith involved intentional misconduct or a knowing violation of law; (iii) acts specified in the Florida Business Corporation Act; or (iv) any transaction from which the director directly or indirectly derived any improper personal benefit. If the Business Corporation Act is hereafter amended to eliminate or limit further personal liability of a director, then, in addition to the elimination and limitation of liability provided by the proceeding sentence, the liability of each director shall be amended. Any repeal or modification of this Article XI, shall not adversely affect any right or protection of a director of the Corporation under this Article XI, as in effect immediately prior to such repeal or modification, with respect to any liability that would have accrued, but for this Article XI, prior to such repeal or modification.

ARTICLE XI

INDEMNIFICATION

The Corporation shall indemnify, to the fullest extent permitted by applicable law in effect from time to time, any person, and the estate and personal representative of any such person, against all liability and expense, including attorneys' fees, incurred by reason of the fact that he is or was a director or officer of the Corporation or while serving as a director or officer of the Corporation, he is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee, fiduciary, or agent of, or in any similar managerial or fiduciary position of, another domestic or foreign Corporation or other individual or entity or of an employee benefit plan. The Corporation shall also indemnify any person who is serving or has served the Corporation as director, officer, employee, fiduciary, or agent, and that person's estate and personal representative, to the extent and in manner provided in

any bylaw, resolution of the shareholders or directors, contract, or otherwise, so long as such provision is legally permissible.

ARTICLE XII

QUORUM OF SHAREHOLDERS MEETING

Except as bylaws adopted by the shareholders may provide for a greater quorum requirement, a majority of the outstanding shares shall constitute a quorum at any meeting of shareholders. Except as bylaws adopted by the shareholders may provide for a greater voting requirement and except as is otherwise provided by the Florida Business Corporation Act with respect to action on amendment to these Articles of Incorporation, on a plan of merger or share exchange, on the deposition of substantially all of the property of the Corporation, on the granting of consent to the disposition of property by an entity controlled by the Corporation, and on the dissolution of the Corporation, action on a matter other than the election of directors is approved if a quorum exists and if the votes cast favoring the action exceed the votes cast opposing the action. Any bylaws adding, changing, or deleting a greater quorum

or voting requirement for shareholders shall meet the same quorum requirements and be adopted by the same vote required to take action under the quorum and voting requirements then in effect of proposed to be adopted, whichever are greater.

ARTICLE XIII

INCORPORATOR

The name and address of the incorporator is as follows:

Brent T. Kuck
6187 Shirley Street; Unit # 2
Naples, FL 34109

IN WITNESS WHEREOF, the above incorporator signed these ARTICLES OF INCORPORATION on August 2, 2005


BRENT T. KUCK

DESIGNATION AND ACCEPTANCE AS REGISTERED AGENT

The undersigned consents to the appointment as the alternate initial registered agent of CONCRETE & SOIL SOLUTIONS, INC.


MARCY D. KUCK

**ACCEPTANCE OF DESIGNATION
AS ALTERNATE REGISTERED AGENT FOR
CONCRETE & SOIL SOLUTIONS INCORPORATED**

THE UNDERSIGNED, Marcy D. Kuck a natural person who resides in the State of Florida, and who has a mailing address at 1031 Diana Avenue, Naples, Florida 34103, and is otherwise qualified to serve herein, hereby agrees to act as the alternate registered agent for CONCRETE & SOIL SOLUTIONS, INCORPORATED, a Florida corporation.

Dated this 2 day of August, 2005.



**Marcy D. Kuck
1031 Diana Avenue
Naples, Florida 34103
Telephone 239-261-6608
Facsimile 239-597-1550**