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(Requestor's Name)

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☐ PICK-UP

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(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

2005 OCT 24 A 11:59

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2005 OCT 24 11:22

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Kent Construction and
Roofing, Inc.*

Signature _____

Requested by: *WL*

Date *10/24*

Time *2:00*

Name _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

☒ Annual Report / Reinstatement _____

_____ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

STATE OF FLORIDA }
 }ss.
WASHINGTON COUNTY }

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2005 OCT 24 A 11:59

TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

KENT CONSTRUCTION AND ROOFING, INC.

KNOW ALL MEN BY THESE PRESENTS,

That I, **BRIAN S. KENT**, the undersigned incorporator, for the purpose of forming a business corporation pursuant to the provisions of the Florida Business Corporation Act, do hereby adopt these articles of incorporation, the same to constitute a charter for carrying on the business hereinafter specified.

ARTICLE I

NAME OF THE CORPORATION: The name of the corporation shall be **KENT CONSTRUCTION AND ROOFING, INC.**

ARTICLE II

PURPOSES: The nature of the business and the purposes for which the corporation is formed shall be as follows:

- (1) To engage in the business of owning and operating a construction and roofing business.
- (2) To do all things necessary, desirable, or expedient in the operation, management, and conduct of the aforesaid business.
- (3) To guarantee, act as surety for, endorse, and act as accommodation maker for any debts of the shareholders of the corporation, subsidiaries of the corporation (regardless of the percentage of ownership held by the corporation), corporations the stock of which is owned by a shareholder of the corporation (regardless of the percentage of ownership held by such shareholder), and any other persons, regardless of the presence or adequacy of the consideration to be received by the corporation for so doing or the presence or adequacy of any direct or indirect benefit to the corporation, upon a vote of the majority of the board directors of the corporation. "Debts" includes liquidated and unliquidated amounts, amounts arising ex contractu and ex delicto, whether new, pre-existing, renewed, or extended, regardless of the terms thereof.

(4) To transact all lawful business for which business corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE III

REGISTERED OFFICE AND AGENT: The address of the initial registered office of the corporation shall be 943 Industrial Drive, Chipley, Florida 32428, and the initial registered agent at such address shall be **BRIAN S. KENT**.

ARTICLE IV

DURATION: The duration of the corporation shall be perpetual unless the corporation is dissolved by law or otherwise terminated.

ARTICLE V

SHARES: The corporation is authorized to issue 1,000 shares of common stock having a par value of One Dollar (\$1.00) each.

ARTICLE VI

(1) **INCORPORATOR:** The name and address of the incorporator is as follows:

NAME

ADDRESS

Brian S. Kent

943 Industrial Drive
Chipley, Florida 32428

(2) **DIRECTORS:** The initial board of directors shall consist of one director, and such number thereafter as may be fixed by the bylaws. The name and address of the person who is to serve as director until the first meeting of the shareholders, or until her successors are elected and qualified, is as follows:

NAME

ADDRESS

Brian S. Kent

943 Industrial Drive
Chipley, Florida 32428

ARTICLE VII

PRINCIPAL OFFICE: The principal place of business and mailing address of the corporation shall be 943 Industrial Drive, Chipley, Florida 32428.

ARTICLE VIII

(1) **VOTING:** At any meetings of the shareholders of the corporation, the shareholders of record shall be entitled to one vote for each share standing in their name. Shares may be voted by the shareholders either in person or by proxy.

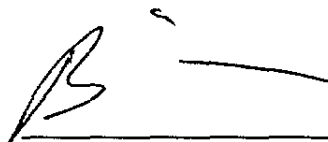
(2) **MANAGEMENT:** The business and affairs of the corporation shall be managed and conducted in accordance with the by-laws of the corporation.

(3) **SHARES NONASSESSABLE:** The shares of the corporation, when fully paid for in accordance with the subscription therefor, shall be fully paid and nonassessable; and in no case shall any shareholder be liable other than for the unpaid shares subscribed for by him.

(4) **LIEN ON SHARES:** The corporation shall have a lien on the shares of a shareholder for any debt or liability owed to it by him before a notice of transfer or levy on such shares is received by the corporation. The corporation shall have such rights with respect to this lien as are conferred by the laws of the State of Florida.

(5) **AMENDMENTS:** The corporation reserves the right to amend any provision of these articles of incorporation in the manner provided by law; and all rights conferred upon the officers, directors, and shareholders of the corporation are granted subject to this reservation.

19TH IN WITNESS WHEREOF, I, the said incorporator, have hereunto set my hand on this the day of October, 2005.



BRIAN S. KENT, Incorporator

Prepared by:

F. Mitch McNab
Attorney At Law
Post Office Box 5612
Dothan, Alabama 36302

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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Pursuant to the provisions of section of 607.0501, 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.

2005 OCT 21 A 11:59
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

1. The name of the corporation is **KENT CONSTRUCTION AND ROOFING, INC.**
2. The name and address of the registered agent and office is:

Brian S. Kent

943 Industrial Drive
Chipley, Florida 32428

KENT CONSTRUCTION AND ROOFING, INC.

BY: 

BRIAN S. KENT
Its President

Date: October 19TH, 2005.

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.

Dated this the 19TH day of October, 2005.


BRIAN S. KENT