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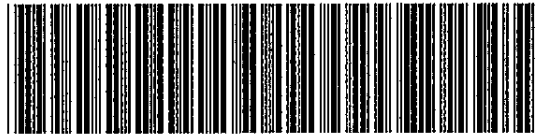
(Business Entity Name)

(Document Number)

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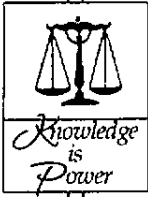


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**FILED**  
FEB 13 PM 1:00  
TALLAHASSEE, FLORIDA

J. Shivers FEB 13 2006



LAW OFFICES OF  
**ALLEN R. SEAMAN**  
& ASSOCIATES, P. A.

CROWNE PLAZA - EAST TOWER  
1601 BELVEDERE ROAD, SUITE 506-E  
WEST PALM BEACH, FL 33406  
PHONE 561.540.3636  
FAX 561.540.3806

ALLEN R. SEAMAN  
ATTORNEY AT LAW

JACK W. SMITH  
ATTORNEY AT LAW

AARON R. COVEN  
YOLANDA S. HARRISON  
PARALEGALS

February 10, 2006

Secretary of State  
DIVISION OF CORPORATIONS  
PO Box 6327  
Tallahassee, FL 32301

Re: Stegall & Sons Specialty Concrete and Block Producers, Inc.

Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation with regard to the above-named corporation. Please also find enclosed our firm's check in the amount of \$78.75 representing the filing fees in this regard.

Please file the enclosed Articles and return a certified copy to me in the envelope provided.

Very truly yours,

ALLEN R. SEAMAN

ARS/lmk  
Enclosures

cc Mr. Rick Mahler

**FILED**  
06 FEB 13 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**STEGALL & SONS SPECIALTY CONCRETE AND BLOCK PRODUCERS, INC.**

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The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit, and for that purpose, hereby certify, declare and set forth as follows, to wit:

**ARTICLE I**

**NAME**

The name of the corporation shall be: **STEGALL & SONS SPECIALTY CONCRETE AND BLOCK PRODUCERS, INC.**

**ARTICLE II**

**GENERAL NATURE OF BUSINESS**

The corporation may engage in the manufacturing of concrete block and any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

The capital stock of this corporation shall be Five Hundred Shares (500) at \$1.00 per share par value.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the stockholders of this corporation.

#### **ARTICLE IV**

##### **CAPITAL**

The amount of capital with which this corporation shall commence business shall be Five Hundred Dollars (\$500.00).

#### **ARTICLE V**

##### **DURATION**

This corporation shall exist perpetually unless sooner dissolved according to law.

#### **ARTICLE VI**

##### **PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said corporation shall be **6695 Wallis Road, West Palm Beach, FL 33413**, with the privilege of having branch offices at other places within or without the State of Florida.

#### **ARTICLE VII**

##### **REGISTERED OFFICE AND REGISTERED AGENT**

The name of the corporation's registered agent is **ALLEN R. SEAMAN, ESQUIRE**,  
**1601 Belvedere Road, Suite 506-E, West Palm Beach, FL 33406.**

## **ARTICLE VIII**

### **OFFICERS AND DIRECTORS**

The names and addresses of the first directors and officers of the corporation who shall hold office for the first year or until their successors are chosen shall be:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
Jason Stegall	6695 Wallis Road, West Palm Beach, FL	President
Richard Mahler	2934 Marbill Road, West Palm Beach, FL	Vice President
Michelle Stegall	6695 Wallis Road, West Palm Beach, FL	Secretary/Treasurer

This corporation shall have at least one, but not more than four directors, and no person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

## **ARTICLE IX**

### **SUBSCRIBERS**

The names and addresses of the subscribers to these Articles of Incorporation and the number of shares of stock each agrees to take are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>NO. OF SHARES</u></b>
Jason Stegall	6695 Wallis Road, West Palm Beach, FL	40%
Richard Mahler	2934 Marbill Road, West Palm Beach, FL	20%
Michelle Stegall	6695 Wallis Road, West Palm Beach, FL	40%

## **ARTICLE X**

### **SHARES OF STOCK**

Shares of stock held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders of to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

## **ARTICLE XI**

### **PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

## **ARTICLE XII**

### **POWERS**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend the By-laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

**IN WITNESS WHEREOF**, the undersigned being the original subscriber to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the fact herein stated are true, this 10<sup>th</sup> day of ~~January~~ <sup>February</sup>, 2006.

Signed, sealed, and delivered  
in the presence of us:

WITNESS

WITNESS

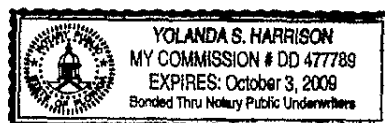
JASON STEGALL

STATE OF FLORIDA

COUNTY OF PALM BEACH

I, the undersigned officer, duly authorized to take acknowledgments and administer oaths in the State of Florida at Large, hereby certify that before me personally appeared JASON STEGALL, to me well known to be the individual described herein and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 10<sup>th</sup> day of ~~January~~ <sup>February</sup>, 2006.



Yolanda S. Harrison  
NOTARY PUBLIC, State of Florida

Signed, sealed, and delivered  
in the presence of us:

WITNESS

WITNESS

  
RICHARD MAHLER

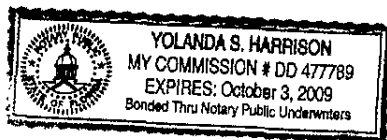
STATE OF FLORIDA )

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COUNTY OF PALM BEACH )

I, the undersigned officer, duly authorized to take acknowledgments and administer oaths in the State of Florida at Large, hereby certify that before me personally appeared **RICHARD MAHLER**, to me well known to be the individual(s) described herein and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 10<sup>th</sup> day of February, 2006.



  
NOTARY PUBLIC, State of Florida

Signed, sealed, and delivered  
in the presence of us:

WITNESS

WITNESS

  
MICHELLE STEGALL

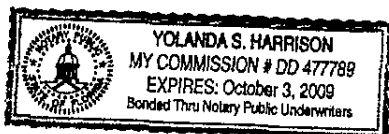
STATE OF FLORIDA )

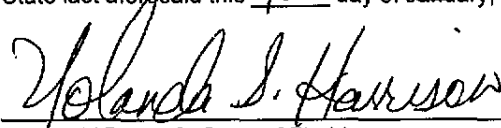
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COUNTY OF PALM BEACH )

I, the undersigned officer, duly authorized to take acknowledgments and administer oaths in the State of Florida at Large, hereby certify that before me personally appeared **MICHELLE STEGALL**, to me well known to be the individual described herein and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 10<sup>th</sup> day of February, 2006.



  
NOTARY PUBLIC, State of Florida



**CERTIFICATE OF REGISTERED AGENT**

**OF**

**STEGALL & SONS SPECIALTY CONCRETE AND BLOCK PRODUCERS, INC.**

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Having been named as resident agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of §607.0505, Florida Statutes.



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**ALLEN R. SEAMAN**, Registered Agent

**FILED**  
06 FEB 13 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA