# P06000088657

(Requestor's Name)
(Address)
(Address)
(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
(Duning Chatter News)
(Business Entity Name)
(Document Number)
Certified Copies Certificates of Status
Special Instructions to Filing Officer:
High April
Affect of the second of the se
Office Use Only
$M_{\alpha}$



700070742907

04/19/06--01012--008 \*\*78.75

O6 JUN 30 PM 2: 49



#### FLORIDA DEPARTMENT OF STATE Division of Corporations

April 19, 2006

LAW OFFICES OF C. ANTHONY RUMORE, P.A. 450 LAS OLAS BOULEVARD SUITE 1100 FORT LAUDERDALE, FL 33301

SUBJECT: B & S CONSTRUCTION, INC.

Ref. Number: W06000018515

We have received your document for B & S CONSTRUCTION, INC.. However, the document has not been filed and is being returned for the following:

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.

The document number of the name conflict is P98000031160 - B.S. CONSTRUCTION, INC..

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) 245-6934.

Loria Poole Document Specialist New Filing Section

Letter Number: 606A00026673

# LAW OFFICES OF C. ANTHONY RUMORE, P.A.

500 EAST BROWARD BLVD.
SUITE 1620
FORT LAUDERDALE, FL 33394
lawyer@uctitle.com

954 942 2414 FAX 954 942 2415 TOLL FREE 866 400 6070

June 23, 2006

Loria Poole
Document Specialist
Florida department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: B & S Building Construction, Inc.

Dear Mrs. Poole:

Attached with this letter are the corrected Articles of Incorporation for **B & S Building Construction**, Inc., The initial filing was rejected as B&S Construction, Inc., due to a name conflict with another registered Florida Entity.

I would have delivered the corrected document to your offices much sooner but I had moved my offices and did not receive your notice until very recently as it was delayed related to the move. As I did not received the returned check I assume that the check for the \$ 78.75 filing fee is still in the State's possession. Please process the newly corrected Articles and return a copy of same to me as soon as possible. Thank you for your assistance. Please call if you have any questions.

Very truly yours,

C. A. Rumore

#### **ARTICLES OF INCORPORATION**

OF

#### **B & S BUILDING CONSTRUCTION, INC.**

# OF JUN 30 PM 2: 49 THE TARKY OF STATE A

# ARTICLE I

The name of this corporation ("Corporation") is: B & S BUILDING CONSTRUCTION, INC.

# ARTICLE II DURATION

This corporation shall exist perpetually, commencing on the date of filing of these Articles.

# ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

# ARTICLE IV INITIAL PRINCIPAL OFFICE

The street and mailing address of the corporation's initial principal office is:

1182 Sweetwater Lane Naples, FL 34110

#### ARTICLE V SHARES

The total number of shares which the corporation shall have authority to issue is 1,000 shares with a par value of \$0.10 per share.

#### ARTICLE VI PRE-EMPTIVE 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 VII REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

C. Anthony Rumore, Esq. 500 East Broward Boulevard Suite: 1620 Fort Lauderdale, FL 33394

# ARTICLE VIII DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the bylaws. The initial directors shall be:

ROBERT AMOS BOLEN, JR. 1182 Sweetwater Lane Naples, FL 34110

# ARTICLE IX LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted

#### **ARTICLE X** OTHER PROVISIONS

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

#### **ARTICLE XI INCORPORATORS**

The names and residence address of the incorporator is:

ROBERT AMOS BOLEN, JR.

1182 Sweetwater Lane

Naples, FL 34110

Incorporator

DONATE SOLMO

1182 Sweetwater Lane

Naples, FL 34110

Incorporator

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.