

# P06000098477

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H06000189623 3)))



H060001896233ABC2

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I200000000195  
Phone : (850) 521-1000  
Fax Number : (850) 558-1575

FILED  
06 JUL 26 PM 1:07  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**MARKHAM WELL DRILLING, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Amanda Hadden Ext 2955

Electronic Filing Menu

Corporate Filing Menu

Help

H06000189623 3

**ARTICLES OF INCORPORATION OF  
MARKHAM WELL DRILLING, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE I  
NAME AND ADDRESS**

The name of the Corporation is Markham Well Drilling, Inc. The principal office and mailing address of the Corporation is 5471 Lee Street, Unit 102, Lehigh Acres, FL 33971.

**ARTICLE II: DURATION**

The duration of the Corporation is perpetual.

**ARTICLE III: PURPOSE**

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.

**ARTICLE IV: SHARES**

The aggregate number of shares which the Corporation is authorized to issue is Five Thousand (5,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

**ARTICLE V: INITIAL OFFICERS AND/OR DIRECTORS**

The initial Officers and or Directors of the Corporation are as follows:

Keith Markham	President, and Director
Keith Markham	Vice President
Keith Markham	Treasurer
Keith Markham	Secretary

The address for the Officers of the Corporation is as follows:

5471 Lee Street, Unit 102

MARKHAM WELL DRILLING, INC.  
ARTICLES OF INCORPORATION  
PAGE 1 OF 5

FILED  
06 JUL 26 PM 1:07  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

H06000189623 3

H06000189623 3

Lehigh Acres, Florida 33971

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is c/o Conroy, Conroy & Durant, P.A., 2210 Vanderbilt Beach Road, Suite 1201, Naples, Florida, 34109, and the name of its initial Registered Agent at that address is James F. Morey.

ARTICLE VII: INCORPORATORS

The name and address of the Incorporator is as follows:

Keith Markham  
5471 Lee Street, Unit 102  
Lehigh Acres, Florida 33971

ARTICLE VIII: AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE IX: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights, pursuant to Section 607.0630, Florida Statutes, as amended from time to time.

ARTICLE X: INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law, including but not limited to Florida Statutes Section 607.0850.

ARTICLE XI: SUBCHAPTER S CORPORATION STATUS

A. Election. The corporation shall be an "S corporation" as that term is defined in the Internal Revenue Code of 1986, as amended (the "Code"), and shall take all actions necessary to elect this status and to continue to keep this status in effect.

B. Restrictions on Transfer. No shareholder may transfer, either directly or indirectly, any shares of the corporation to any person or entity if the holding of the corporation's shares of stock by such a person or entity would cause the corporation to be disqualified as an S corporation as that term is defined in the Code; and any attempt to transfer an interest in the corporation to such a person or entity shall be void and ineffective in all respects.

C. Subchapter S Stock. The corporation shall have no more than one class of stock, and within that class the rights, designations, and preferences of shares may differ only with respect to

H06000189623 3

H06000189623 3

voting rights.

D. Miscellaneous. The corporation shall take no actions that would cause the corporation to be disqualified as an S corporation as that term is defined in the Code.


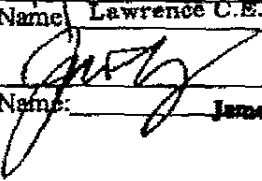
[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]


H06000189623 3

H06000189623 3

25<sup>th</sup> IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this  
day of JULY, 2006.

WITNESSES:

  
Print Name: Lawrence C.E. Gareis  
  
Print Name: James F. Morey


  
Name: KEITH MARKHAM

K:\Markham, Keith\Markham Well Drilling, Inc\Corporate\articles bylaws\signature.doc

H06000189623 3

H06000189623 3

I, James F. Morey, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

  
Name: James F. Morey  
Date: July 25, 2006

FILED  
06 JUL 26 PM 1:07  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

H06000189623 3