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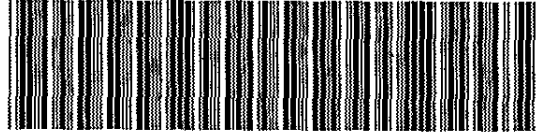
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2006 AUG -9 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch AUG 9 2006

COVER LETTER

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

SUBJECT: McCoy Contracting Inc.
(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: James Richard Le Mieux
Name (Printed or typed)

918 Talbot Avenue
Address

Jacksonville, FL 32205
City, State & Zip

904 619 1925
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

McCoy Contracting, Inc.

The undersigned subscriber to these Articles of Incorporation is a natural person, competent to contract and hereby form a Corporation for profit under chapter 607 of the Florida Statutes.

**ARTICLE I
NAME**

The Name of the Corporation shall be McCoy Contracting, Inc. (hereinafter referred to as "Corporation").

**ARTICLE II
PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 12289 Amanda Cove Trail, Jacksonville, Florida 32225.

**ARTICLE IV
INCORPORATOR**

The name and address of the incorporator of this Corporation is:

James Richard Le Mieux, Esquire
918 Talbot Ave.
Jacksonville, Florida 32205

**ARTICLE V
OFFICERS**

The officers of the Corporation shall be:

President: Michael McCoy
Vice President: Jeremy Revis

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TALLAHASSEE, FLORIDA

ARTICLE VI DIRECTORS

The Directors of the Corporation shall be: Jeremy Revis and Michael McCoy, whose address shall be the same as the principal office of the Corporation.

CORPORATE CAPITALIZATION

- 7.2 The number of shares issued by this Corporation is 20,000 shares of NO PAR value STOCK which shall be designated as "Common Stock". Of the 20,000 shares of common stock 5,500 shall be issued to Michael McCoy with each share entitled to have one vote on each matter on which Shareholder shall have the right to vote. 4,500 shares of common stock shall be issued to Jeremy Revis with each share entitled to have one vote on each matter on which Shareholders shall have the right to vote. The remaining 10,000 shares shall have no voting privileges, subject to amendment of these Articles, but shall be identical in every other respect and the holders shall be entitled to receive their portion of the net assets of the Corporation.
- 7.3 The Board of Directors of the Corporation may authorize the issuance from time to time, of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restriction or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.
- 7.5 The Board of Directors of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any un-issued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE VIII SUB-CHAPTER S CORPORATION

The Corporation may elect to be a Sub-Chapter S Corporation, as provided in Sub-Chapter S sections of the Internal Revenue Code of 1986, as amended.

- 8.1 The Shareholders of this Corporation may elect and, if elected, shall continue such election to be a Sub-Chapter S Corporation as provided in Sub-Chapter S section of the Internal Revenue Code of 1986, as amended, unless the Shareholders of the Corporation unanimously agree otherwise in writing or as it may be otherwise required by the Internal Revenue Code.
- 8.2 After this Corporation has elected to be a Sub-Chapter S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders

of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be a Sub-Chapter S Corporation, as provided in Sub-Chapter S section of the Internal Revenue Code of 1986, as amended.

- 8.3 Once the Corporation has elected to be a Sub-Chapter S Corporation each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S section of the Internal Revenue Code of 1986, as amended."

ARTICLE IX SHAREHOLDERS RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE X POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE XI TERM OF EXISTENCE

This Corporation shall have perpetual existence.

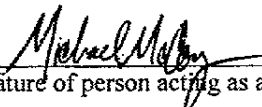
ARTICLE XII REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

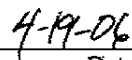
ARTICLE XIII
REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 12289 Amanda Cove Trail, Jacksonville, Florida 32225. The name and address of the registered agent of this Corporation is Michael McCoy at 12289 Amanda Cove Trail.

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



Signature of person acting as authorized agent



Date

ARTICLE XIV
BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action form the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XV
EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State of the State of Florida.

ARTICLE XVI
AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE XVII
INDEMNIFICATON

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the

director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding.

The Corporation may also purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee", and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE XVIII

LIABILITY OF STOCKHOLDERS

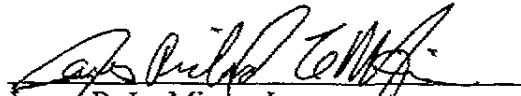
The private property of the stockholders of this Corporation shall not, under any circumstances, be subject to seizure as payment of any Corporate debts.

ARTICLE XIX

AMENDMENTS

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) has executed these Articles of Incorporation, this 20th day of April, 2006.


James R. Le Mieux, Incorporator