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### **COVER LETTER**

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

SUBJECT: JAEMAC CONSTRU		• • • • • • • • • • • • • • • • • • • •	
(PROPOSED CORPORAT			
Enclosed are an original and one (1) copy of the artic	cies of incorporation and	a cneck for:	
Filing Fee \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	S87.50 Filing Fee, Certified Copy & Certificate of Status	
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1301 E. COLUMBUS DRIVE			
TAMPA FL City,	MMGOS State & Zip		
8/3, 24732.Ce Daytime Te	elephone number		

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

# Articles of Incorporation OF JAEMAC CONSTRUCTION ENTERPRISES, INC

Pursuant to the provisions of the statutes of the State of Florida, providing for the formation, liability rights, privileges and immunities of a corporation for profit, the undersigned have placed their signatures and seals upon this document for the purposes of becoming a corporation under the laws of the State of Florida.

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#### **ARTICLE 1 - NAME**

The name of this corporation shall be:

JAEMAC CONSTRUCTION ENTERPRISES, INC.

#### **ARTICLE II - DURATION**

This corporation shall have perpetual existence.

#### **ARTICLE III - PURPOSE**

This corporation is organized for the following purposes:

To offer General construction services and design and/or any other necessary or desirable businesses.

To acquire by purchase, subscription or otherwise, and to hold as investment or otherwise, any bonds or other securities as evidenced of indebtedness, or any shares of capital stock created or issued by any other corporation or corporations, association or associations, of any state, district, territory or country; to purchase, hold as an investment or otherwise, sell, assign, transfer, mortgage, pledge or otherwise dispose of stocks, bonds or other securities or evidences of indebtedness created or issued by any other corporation or corporations, association or associations, and while the owner, holder of pledges of such stock, security, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon; to aid in any lawful manner any corporation or association of which the bonds, or other securities, or evidences of indebtedness, or stocks are held by this corporation, and to do any and all lawful acts or things designated to protect, preserve, improve or enhance the value of any such bonds, or other securities, or evidence of indebtedness created by any such corporation;

To acquire by purchase or otherwise the goodwill, business property rights, franchises and assets of every kind, and undertake either wholly or in part the liabilities of any person, firm, association or corporation engaged in any business similar to those purposes, and to take up any business, similar or incidental to the business in which this corporation is engaged, as to going concern or otherwise: (1) by purchase of the assets thereof wholly or in part; (2) by acquisition of the capital or any part thereof, or (3) in any other manner, and to pay for the same in cash, the stock or bonds or this corporation, or partly in cash and partly in such stock or bonds or otherwise; to hold, maintain and operate or in any manner dispose of the whole or any part of the goodwill, business rights and property so acquired; and to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the management of business;

To purchase and otherwise acquire sell and otherwise dispose of, deal in and deal with personal property of all kinds, including patents, patent rights, copyrights, trademarks and including business concerns and undertakings:

To purchase, take, acquire, lease, own, maintain, cultivate, work, develop, sell, convey, mortgage, exchange and improve or otherwise deal in and with real estate or any interest and rights therein and water rights, and to erect, construct, alter and maintain and improve land, building or works or any description on any land or any water rights so purchased or otherwise acquired or upon any other land, and to repair, alter and improve existing house, warehouses or works thereon and appurtenant or convenient thereto;

To act as agent or representative for corporations<sub>1</sub> associations<sub>1</sub> firms and individuals and as much to develop, improve and extend the trade and business interest of corporation<sub>1</sub> association firms and individuals;

To borrow money, to give its promissory notes or other evidences of indebtedness therefore, to make and enter into indenture of trust agreements, to make and issue its debenture bonds or certificates of indebtedness, payable to hearer or otherwise, with or without interest coupons attached, and in addition to such interest, until much certificate of indebtedness or debenture bonds are discharged but not thereafter, with or without participation in the earnings, or a share of the earnings of the corporation, and to issue bonds and secure the same by mortgage, deed or trust or otherwise on all or any part of its assets, for any of the purposes of the corporation;

To make by-laws and regulations not inconsistent with the constitution or laws of the United States, or of this state, or of the Charter of the corporation; to have one or more offices, to carry on all or any of its operations and business and without restrictions or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispense of real and personal property of every class and description and for the purpose of attaining or furthering any of its objects or purposes, the corporation shall have the power to do any and all such other incidental acts and things and to exercise any and all other powers which a co-partnership or natural person could do and exercise, as may be authorized by law;

#### TO TRANSACT ANY OR ALL LAWFUL BUSINESS:

The several clauses contained in this statement of purposes shall be construed as both purposes and powers, and their statements contained in each clause shall, except where otherwise expressly stated, be in no ways limited or restricted by references to or interference from the terms of any other clause but shall be regarded as independent purposes and powers, rights or privileges given by law to corporations.

#### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of stock with a par value of \$1.00 per share.

## ARTICLE V REGISTERED AGENT/PRINCIPAL OFFICE AND PRINCIPAL

The Principal and the principal office of the corporation is: Terrell Jacobs, 10223 Allenwood Drive, Riverview, Florida 335601. The registered agent and the registered office of this corporation is: Melvin C. McQuay, 2307 East Columbus Drive, Tampa, Fl 33605.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Director may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1) and said corporation is authorized to have seven (7) at any one time. The names and addresses of the initial directors of this corporation are:

Terrell Jacobs 10223 Allenwood Drive Riverview, Florida 33569

Vernetta A Ross 2307 E. Columbus Drive Tampa, Florida 33605 Timothy B. Dickerson 7122 Kingsbury Circle Tampa, Florida 33610

Melvin C. McQuay 2307 E. Columbus Drive Tampa, Florida 33605

#### **ARTICLE VIII - OFFICERS AND BYLAWS**

The officers of this corporation shall be a President<sub>1</sub> who shall be a Director of the corporation; a Secretary and a Treasurer<sub>1</sub> and such other Officers and Agents as may be necessary shall be chosen in such manner, hold office for such terms and have such powers and duties as may be prescribed by the by-laws of the corporation or determined by the Board of Directors. Any person may hold two offices, or more initially or until the Board of Directors may add pursuant to these articles. The names and addressee of the initial officers of this corporation are:

Name Office Terrell Jacobs 10223 Allenwood Drive President Riverview, Florida 33569 Vernetta A.Ross Vice President 2307 E. Columbus Drive Tampa, Florida 33605 Timothy B. Dickerson Secretary 7122 Kingsbury Circle Tampa, Florida 33610 Melvin C. McQuay Treasurer 2307 E. Columbus Drive Tampa, Florida 33605

#### **ARTICLE IX - PROVISION**

It is the intent of the corporation to qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S Corporation.

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporations, or any amendment hereto, in the manner provided by the By-laws.

IN WITNESS WHEREOF the undersigned have executed these Articles of Incorporation this the day of Market 1, 2007

Melvin C. McQuay Incorporator

STATE OF FLORIDA County of Hillsborough

Personally appeared before me, the undersigned Notary Public, this day, Melvin C. McQuay, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have bereunto set my hand and affixed my official seal, in the State and County aforesaid this

VERNETTA A. ROSS
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD596868
EXPIRES 10/29/2010
BONDED TRRU 1-882-NOTARY1

Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSIJNESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST....... that JAEMAC CONSTRUCTION ENTERPRISES, INC desiring to organize under the laws of the State of Florida with its principal office, as indicated on the Articles of Incorporation, at the City of Tampa, County of Hillsborough, State of Florida, has named Melvin C. McQuay, located at 2307 E. Columbus Drive, Tampa, Florida 33605 as its agent to accept service of process within said State.

#### ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of all statutes relative to the proper and complete performanc of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

Melvin C. McQuay
Resident Agent/ Incorporator