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(Business Entity Name)

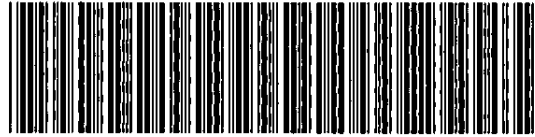
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07 APR -3 AM 10:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

07 APR -3 AM 10:45

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED APR 3 2007

COVER LETTER

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

SUBJECT: PUSH OF NORTHEAST FLORIDA, 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: John W. Demps, Sr.
Name (Printed or typed)

1650 ART MUSEUM DR., SUITE 11
Address

JAX, FL. 32207
City, State & Zip

904-393-7993
Daytime Telephone number

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

FILED

07 APR - 3 AM 10:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PUSH OF NORTHEAST FLORIDA, INC.**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: **PUSH OF NORTHEAST FLORIDA, INC.**

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: to engage in any activity or business permitted under the laws of the United States and the State, including but not limited to, commercial, industrial & residential site development, underground utilities, excavation and horizontal site work, hauling, supplies related to underground utility development and road work, concrete related products and equipment rental and sales.

To purchase, or otherwise acquire; and, to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of; and, to invest in, trade in, deal in and with, goods, wares, and merchandise, real and personal property and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fires insurance association, fraternal benefit society, state fair or exposition;

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of, real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries;

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required;

To purchase the corporate assets of any other corporation and engage in the same or other character of business;

To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government; and, while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock;

To become guarantor or surety for any other person, firm or corporation for any purpose of transaction whatsoever;

To make gifts of its property or cash, either to charitable organizations, or otherwise, when deemed in the interest of the corporations;

To adopt such pension, profit sharing, stock option and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the Board of Directors may deem to be in the interest of the Corporation;

To exercise all of the powers now or hereafter conferred upon this type of corporation under Florida law, and all powers subsequently authorized or granted by law to a private corporation.

All of the foregoing in this Article shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this Corporation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is **1,000 SHARES** of common stock having a **PAR VALUE OF \$1.00 PER SHARE**. The Board of Directors is authorized to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code."

ARTICLE IV. TERM

This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE V. ADDRESS

The initial address of the principal office of this Corporation in the State of Florida is:

**6924 Distribution Avenue South
Jacksonville, FL 32256**

The Board of Directors may, from time to time, move the office to any other place in the State of Florida.

ARTICLE VI. DIRECTORS

This Corporation shall have one (1) director initially. The number of Directors may be increased, from time to time, by the by-laws, but shall never be less than one (1), or more than five (5). Any director may be removed at any time, with or without cause, by the stockholders having the right and entitled to vote at a meeting called for that purpose.

ARTICLE VII. INITIAL DIRECTOR

The name and address of the member of the first Board of Director of this Corporation is:

**Heather A. Feora
6924 Distribution Avenue South
Jacksonville, FL 32256**

ARTICLE VIII. REGISTERED OFFICE AND AGENT

The street address of the original registered office of this Corporation shall be:

**6924 Distribution Avenue Douth
Jacksonville, FL 32256**

And the initial registered agent at said office shall be:

Heather A. Feora

ARTICLE IX. SUBSCRIBERS

The name and post office address of the subscriber of these Articles of Incorporation is:

**Heather A. Feora
6924 Distribution Avenue South
Jacksonville, FL 32256**

ARTICLE X. MISCELLANEOUS

This corporation shall have the right to amend or repeal any provision contained in these Articles of Incorporation and any right conferred upon the stockholders are subject to this provision.

Ownership of stock in this Corporation shall not be required to make any person eligible to hold office or to become a director in this Corporation.

The stockholders, or any two (2) or more of them, may, by agreement recorded in the Minute Book of this Corporation, impose such restrictions on the sale, transfer, or encumbrance of the stock in this Corporation owned by the subscribers to such agreement as they may see fit. The by-laws of this Corporation may impose any restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as may be lawful under the statutes and laws of the State of Florida, when such by-law is adopted or amended.

Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors, shall be conclusively deemed to have received proper notice of such meeting unless he/she shall make objection at such meeting to any defect or insufficiency of notice.

Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its Directors are members or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such Director or Directors at the meeting of the Board of Directors of the Corporation, which acts upon, or in reference to, such contract or transaction; and, notwithstanding his/her or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve or ratify, such contract or transaction by a vote of a majority of the Directors present, such interested Director or Directors to be counted in determining whether a quorum is present, but not be counted in calculating the majority necessary to carry such vote. These provisions shall not be construed to invalidate any contract or other transaction, which would otherwise be valid under the common law and statutory law applicable thereto.

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as Directors and to fix the basis and conditions upon which such compensation shall be paid. Any Director of the Corporation may also serve the Corporation in any other capacity and receive compensation therefore in any form.

ARTICLE XI. INDEMNITY

This Corporation is authorized to indemnify a director, officer, or employee, former Director, officer, or employee of this Corporation, or any person who may have served at its request as a director, officer, or employee of another Corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him/her in connection with the defense of any action, suit or proceeding in which he/she is made a party by reason of being or having been such director, officer, or employee, except in relation to matters as the which he/she shall be adjudged in such action, suit, or proceeding, to be liable for negligence or misconduct in the performance of duty. This Corporation may also reimburse to any director, officer, or employee, the reasonable costs of settlement of any such action, suit, it proceeding if it shall be found by a majority of a committee composed of the Directors of this Corporation not involved in the matter in controversy (whether or not a quorum) that it was to the interests of this corporation that such settlement be made and that such director, officer, or employee, was not guilty of negligence or misconduct. Such indemnification or reimbursement shall not preclude such Director, officer, or employee, from exercising any rights to which he/she may be entitled under the by-laws or otherwise.

ARTICLE XII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII. MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone, as provided by law. Furthermore, the directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned incorporators, being natural persons competent to contract, have hereunto set their hands and affixed their seals this 29th day of March, 2007.

Heather A. Feora

STATE OF FLORIDA
COUNTY OF DUVAL

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County names above to take acknowledgments, personally appeared Heather A. Feora

To me known to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 29th day of March, 20 07.

Denise M. Haller



Denise M. Haller
My Commission DD331709
Expires June 23, 2008

CERTIFICATE

**DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN THIS STATE.**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

**PUSH OF NORTHEAST FLORIDA, INC.
6924 Distribution Avenue South
Jacksonville, FL 32256**

Desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, in the County of **Duval**, City of **Jacksonville**, State of Florida, has named **Heather A. Feora** as its agent to accept service or process within the State of Florida

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open.



Registered Agent – Heather A. Feora