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SECRETARY OF STATE TALLAHASSEE, FLORIDA



April 16, 2007

#### FLORIDA DEPARTMENT OF STATE

AKERMAN SENTERFITT OF JACKSONVILLE

FROM-AKERMAN SENTERFITT

SUBJECT: HAWK, INC. REF: W0700018388

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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 P04000136474 (HAWK CORPORATION).

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton Document Specialist New Filing Section FAX Aud. #: E07000098058 Letter Number: 807A00025300

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

### ARTICLES OF INCORPORATION

OF

# HAWK CONTRACTING, INC., a Florida corporation

### ARTICLE I Name and Term of Existence

The name of the Corporation is HAWK CONTRACTING, INC. The duration of the Corporation is perpetual. The Corporation shall begin its corporate existence as of the date that these Articles are filed by the Secretary of State.

# ARTICLE II Principal Office

The address of the principal office address of the Corporation in the State of Florida is 515 East Park Avenue, Tallahassee, Florida 32301, and the mailing address of the Corporation is Post Office Box 262, Kouts, Indiana 46347.

# ARTICLE III Registered Office and Agent

The street address of the registered office in the State of Florida is 515 East Park Avenue, Tallahassee, Florida 32301. The name of the registered agent at such address is CorpDirect Agents, Inc.

# ARTICLE IV Corporate Purposes, Powers and Rights

- 1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act for which corporations may be organized under the Florida Business Corporation Act.
- 2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

# ARTICLE V Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is ten thousand (10,000) shares of Common Stock ("Common Stock") having no par value (\$0.00) per share.

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### ARTICLE VI Incorporator

The name and mailing address of the incorporator of the Corporation is as follows:

<u>Name</u>

**Address** 

Joseph M. Keough

Post Office Box 262 Kouts, Indiana 4634?

### ARTICLE VII Board of Directors

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders; provided; however, there shall never be less than one (1) director. Each director shall serve until the next annual meeting of the shareholders.

# ARTICLE VIII

The names and mailing addresses of the persons who shall serve as the initial directors of the Corporation until the first annual meeting of the shareholders are as follows:

<u>Name</u>

Address

Joseph M. Keough

Post Office Box 262 Kouts, Indiana 46347

Stephen J. Swinford

530 Holley Drive

Crown Point, Indiana 46307

Anthony J. Santacaterina

81 West 112th Avenue Crown Point, Indiana 46307

### ARTICLE IX Amendment

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

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#### ARTICLE X Bylaws

The power to adopt, amend or repeal bylaws for the management of the Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

# ARTICLE XI Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

### ARTICLE XII Transfer of Shares

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

The undersigned, for the purposes of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

Dated at Duval County, Jacksonville, Florida, as of the 13th day of April, 2007.

INCORPORATOR:

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#### REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That HAWK CONTRACTING, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Jacksonville, County of Duval, State of Florida, has named CorpDirect Agents, Inc., located at 515 East Park Avenue, Tallahassee, Florida 32301, as its agent to accept service of process within this state.

#### **ACKNOWLEDGEMENT**

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further state that I amfamiliar with §607.0501, Florida Statues.

Dated this 13th day of April, 2007.

CorpDirect Agents, Inc.

By: Man locked state

Title: Asst. Secretary

SECRETARY OF STATE

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