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INTERIOR OF CORPORATE A

### JOSEPH A. MURPHY, III ATTORNEY & COUNSELOR

2897 SE OCEAN BLVD. STUART, FL 34996

> (772) 223-8600 Fax (772) 283-2419

April 22, 2009

Florida Department of State Division of Corporations/Corporate Filings PO Box 6327 Tallahassee, FL 32314

Re: Articles of Incorporation

Restifo Builders, Inc.

Dear Sir/Ms.:

Please find enclosed the original and one (1) copy of the Articles of Incorporation for Restifo Builders. We have also enclosed the filing fee of \$70.00.

After filing please return a file stamped copy to our office. Thank you in advance for your consideration in this matter.

Very truly yours,

Megan M. Lane Legal Assistant to

Joseph A. Murphy, III

**Enclosures** 

2009 APR 24 PM 3: 1

DIVISION OF CORPORALISM.

#### ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATION

**OF** 

2009 APR 24 PM 3: 45

#### RESTIFO BUILDERS, Inc.

The undersigned, acting as incorporator for the purposes of forming a corporate business under the laws of the State of Florida, adopts the following Articles of Incorporation for such Corporation.

#### ARTICLE ONE

The name of the corporation is: Restifo Builders, Inc.

#### **ARTICLE TWO**

The principal office of the corporation, the mailing address for the corporation, the street address of the corporation's office is:

3140 SE Alexander Ct. Palm City, FL 34990

#### **ARTICLE THREE**

The name of the registered agent and their address is:

James D. Restifo 3140 SE Alexander Ct. Palm City, FL 34990

#### ARTICLE FOUR

The corporation is authorized to issue 500 shares of common stock at \$1.00 par value. Initially there shall be only one class of stock. All of said stock shall be payable in cash, real or personal property, or labor in lieu of cash, at fair market value.

#### ARTICLE FIVE

The corporation elects to have preemptive rights, so that the shareholders of the corporation have the right to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue them, such preemptive rights shall be granted on uniform terms and conditions prescribed by the Board of Directors.

#### ARTICLE SIX

The life of the corporation shall be perpetual unless otherwise amended at later date, and shall commence on the date of filing of these articles.

#### ARTICLE SEVEN

The corporation is for construction services.

#### **ARTICLE EIGHT**

The corporation shall initially have one director which number may be increased from time to time by majority vote of the shareholders, but which may never be less than one and at a maximum of one director. The initial director shall be:

James Restifo 3140 SE Alexander Ct. Palm City, FL 34990

#### ARTICLE NINE

The name and address of the individual who is the incorporator:

James Restifo 3140 SE Alexander Ct. Palm City, FL 34990

#### ARTICLE TEN

The general officers and the names of the individuals who shall initially serve in such offices are as follows:

President	James D. Restifo
Vice-President	James D. Restifo
Secretary	Rebecca B. Restifo
Treasurer	Rebecca B. Restifo

#### ARTICLE ELEVEN

The name and post office address of the subscribers to these Articles of Incorporation, the number of shares they agree to take and value of the consideration to be paid therefore is as follows:

SUBSCRIBER	ADDRESS	SHARES	CONSIDERATION
Rebecca B. Restifo	3140 SW Alexander Ct. Palm City, FL 34990	51 %	\$51.00
James D. Restifo	3140 SW Alexander Ct. Palm City, FL 34990	49%	\$49.00

#### ARTICLE TWELVE

The By-Laws of the corporation shall be established at the first meeting of the Board of Directors. They may be amended or rescinded by majority vote of the Board of Directors from time to time.

#### ARTICLE THIRTEEN

Meetings of the Shareholders, Board of Directors and Officers may be conducted, upon proper notice, by telephone or through facsimile machine should the officers, directors or shareholders be unable to attend meetings physically.

#### ARTICLE FOURTEEN

After incorporation, the corporation may adopt a plan agreeable to and consistent with Section 1244 of the Internal Revenue Code in connection with offering the stock of the corporation. Additionally, the corporation reserves the right to make an election as a Subchapter "S" corporation agreeable to the provisions of the U.S. Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this A day of April, 2009.

James D. Restifo INCORPORATOR

## CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First that <u>James D. Restifo</u>, 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 Palm City, County of Martin, State of Florida has named **JAMES D. RESTIFO** being in the County of Martin, State of Florida, as its agent to accept service of process within this State.

#### **ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

JAMES D. RESTIFO

Registered Agent

Date: 4-21-09

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