

P13000004680

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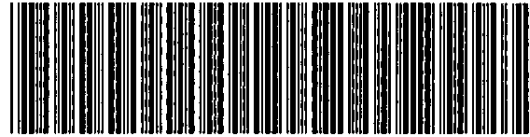
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W12000063482



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DIVISION OF CORPORATIONS

1/14/13

ALISA W. JAMES, P.A.
ATTORNEY & COUNSELOR AT LAW

109 Harrison Avenue
Panama City, FL 32401

Telephone: (850) 215-0095
Facsimile: (850) 215-5177

December 18, 2012

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

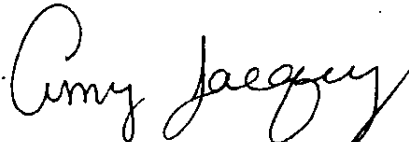
Re: BANFIELD CONSTRUCTION, INC.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with a check for \$78.75 which includes the \$70.00 filing fee and the \$8.75 certification fee. Please file the original Articles, certify the copy, and return the certified copy to our office in the enclosed self-addressed stamped envelope.

If you have any questions or need additional information, please call me.

Sincerely,



Amy Jacquay, Legal Assistant to:
Alisa W. James, Esq.

/aj

Enclosures: As stated

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TALLAHASSEE, FL



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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2013 JAN 11 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 27, 2012

ALISA W. JAMES, ESQUIRE
109 HARRISON AVENUE
PANAMA CITY, FL 32401

SUBJECT: BANFIELD CONSTRUCTION, INC.
Ref. Number: W12000063482

We have received your document for BANFIELD CONSTRUCTION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

A corporation may not serve as its own registered agent. Please designate an individual or another active entity filed or registered with this office, having a Florida street address.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 012A00030398

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DIVISION OF STATE
CORPORATIONS
13 JAN 11 PM 3:49

ARTICLES OF INCORPORATION

OF

BANFIELD CONSTRUCTION, INC.

FILED
SECRETARY OF STATE
ARTICLES OF INCORPORATION

13 JAN 11 PM 3:49

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE I.

Name

The name of the corporation is: **BANFIELD CONSTRUCTION, INC.**

ARTICLE II.

Principal Office

The street address of the initial principal office of the corporation is 1114 New Hampshire Avenue, Lynn Haven, Florida 32444, and the mailing address is 1114 New Hampshire Avenue, Lynn Haven, Florida 32444.

ARTICLE III.

Corporate Duration

The duration of the corporation is perpetual.

ARTICLE IV.

Purpose or Purposes

The general purposes for which the corporation is organized are:

1. To conduct and operate a construction business.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE V.
Capitalization**

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Cent (\$0.01) per share.

**ARTICLE VI
Preemptive Rights**

Each shareholder of this corporation shall have the first right to purchase shares of any class, kind or series of stock in this corporation that may from time to time be issued, whether or not presently authorized, including shares from the treasury of this corporation, in the ratio that the number of shares they hold at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting them to exercise their preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

**ARTICLE VII.
Registered Office and Agent**

The street address of the initial registered office of the corporation is 1114 New Hampshire Avenue, Lynn Haven, Florida 32444, and the mailing address is 1114 New Hampshire Avenue, Lynn Haven, Florida 32444, and the name of its initial registered agent at such address is MICHAEL A. BANFIELD.

**ARTICLE VIII.
Directors**

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Michael A. Banfield	1114 New Hampshire Avenue Lynn Haven, Florida 32444

ARTICLE IX.
Incorporators

The name and address of the incorporators are:

Name

Address

Michael A. Banfield

1114 New Hampshire Avenue
Lynn Haven, Florida 32444

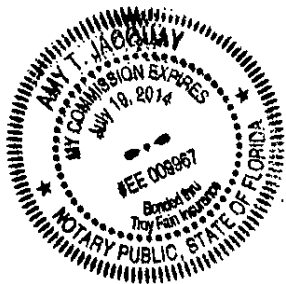
Executed by the undersigned on this 9 day of January, 2013.

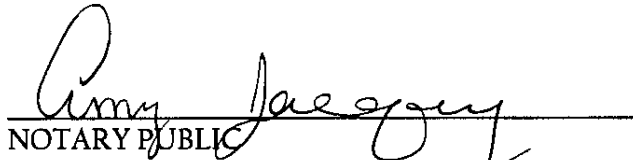

MICHAEL A. BANFIELD

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME, the undersigned authority, on this 9 day of January, 2013, personally appeared, MICHAEL A. BANFIELD, to me well known to be the person described in and who signed the foregoing, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed, and who is personally known to me or who has produced _____ as identification.

WITNESS my hand and official seal the date aforesaid.




NOTARY PUBLIC

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **BANFIELD CONSTRUCTION, INC.**
2. The name and address of the registered agent and office is:

MICHAEL A. BANFIELD
1114 New Hampshire Avenue
Lynn Haven, Florida 32444

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


MICHAEL A. BANFIELD
Registered Agent

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