

PETERSON, MYERS, CRAIG, CREWS, BRANDON & PUTERbaugh, P.A.

*9500004216*

J. BRANDON PETERSON SR. (904) 491-1971  
MICHAEL W. CREWS (904) 491-1971

JACK R. BRANDON  
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J. DAVID CONNOR  
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DOUGLAS A. LOCKWOOD III  
CORNEAL B. MYERS  
CORNELIUS B. MYERS III  
ROBERT E. PUTERBAUGH  
ADEL A. PUTNAM  
THOMAS B. PUTNAM JR.  
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SUITE 300  
141 8TH STREET, NW  
WINTER HAVEN, FLORIDA 33883-7808  
(813) 884-3380  
FAX 888-8488

PLEASE REPLY TO

Lakeland  
January 11, 1995

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

300001381448  
-01/17/95--01026--005  
\*\*\*122.50 \*\*\*122.50

Re: Mark Engineering, Inc.

Gentlemen:

Enclosed herewith for filing please find two executed copies of Articles of Incorporation with the certificate designating resident agent attached. A check in the amount of \$122.50 is also enclosed to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00

It would be appreciated if you would furnish me with a certified copy of the Articles of Incorporation and your certificate of filing same to our Lakeland office.

Thank you for your attention and consideration.

EFFECTIVE DATE

JAN 10 1995

Sincerely yours,

*Kevin C. Knowlton*  
Kevin C. Knowlton

KCK:ms  
Enclosures  
cc: Robert E. Wilson  
Mark E. Wilson

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN 13 AM 11:06

ARTICLES OF INCORPORATION  
OF  
MARK ENGINEERING, INC.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - Name

The name of the corporation is MARK ENGINEERING, INC.

ARTICLE II - Principal Office  
and Mailing Address of the Corporation

The address of the principal office of the corporation is 7311 Floral Circle East, Lakeland, Florida 33809, and its mailing address is the same.

ARTICLE III - Commencement and Duration

The corporation is to commence its corporate existence on the date of subscription and acknowledgement of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

EFFECTIVE DATE

JAN 10 1995

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SECRETARY OF STATE  
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#### ARTICLE V - Stock

The corporation is authorized to issue 10,000 shares of common stock. The shares of stock may be issued for such consideration as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

#### ARTICLE VI - Pre-emptive Rights

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price offered to others, a pro rata portion of any stock of any class that the corporation may issue or sell, whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof.

#### ARTICLE VII - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors. The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and street address of the initial director who shall hold office until his successors, who shall be chosen at the first meeting of the stockholders have qualified, shall be:

<u>      Name      </u>	<u>      Business Address      </u>
Mark E. Wilson	7311 Floral Circle East Lakeland, Florida 33809

#### ARTICLE VIII - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE IX - Bylaws

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend, or repeal any Bylaws adopted by the shareholders if the shareholders provide that the Bylaws shall not be altered, amended, or repealed by the board of directors.

#### ARTICLE X - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

#### ARTICLE XI - Incorporator

The name and address of the Incorporator to these Articles of Incorporation are:

<u>      Name      </u>	<u>      Address      </u>
Mark E. Wilson	7311 Floral Circle East Lakeland, Florida 33809

ARTICLE XII - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 7311 Floral Circle East, Lakeland, Florida 33809 and the name of the initial registered agent of the corporation at that address is Mark E. Wilson.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 10 day of January, 1995.

Signed, Sealed and Delivered  
in the presence of:

Kevin C. Kowltay

Marilyn A. Schulze  
Witnesses

Mark E. Wilson (SEAL)  
Mark E. Wilson, Incorporator

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 10<sup>th</sup> day of January, 1995, by Mark E. Wilson, who is personally known to me and who did take an oath.

Marilyn A. Schulze  
Signature of Person Taking Acknowledgment

 MARILYN A. SCHULZE  
Name of Acknowledged Party: Mark E. Wilson  
Type of Document: Articles of Incorporation  
Title or Rank: \_\_\_\_\_  
Serial Number, if any: \_\_\_\_\_

To: The Department of State  
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 607.0501 of the Florida General Corporation Act, the following  
is submitted:

**MARK ENGINEERING, INC.**, with its place of business at 7311 Floral  
Circle East, Lakeland, State of Florida 33809, has named **Mark E. Wilson**, located  
at that address as its agent to accept service of process within Florida.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation at the  
place designated in this certificate, I hereby agree to act in this capacity, and I further agree to  
comply with the provisions of all statutes relative to the proper and complete performance of my  
duties, and I am familiar with and accept the duties and obligations of Chapter 607 of the Florida  
General Corporation Act.

Dated 1-10, 1995.

  
Mark E. Wilson  
Registered Agent

FILED  
DEPT. OF STATE  
TALLAHASSEE, FLORIDA  
JAN 13 AM 11:04  
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