

95 MAR -1 PN 1: 04 SECRETARY OF STATE TALLAHASSEE, FLORIDA

X ...

H 95000002386

H 95000002386

ARTICLES OF INCORPORATION

10

OF

ALLIED CONSTRUCTION & DESIGN, INC.

FILED

95 MAR -1 FM 1: 6

SECRETARY OF STANT
IALLAHASSEE, FLORG

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1. HAME

The name of this corporation shall be:

ALLIED CONSTRUCTION & DESIGN, INC.

ARTICLE II. MATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other State, Country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred and no/100 (\$500.00)--Dollars.

ARTICLE V. TERM OF SIISTENCE

This corporation shall have perpetual existence and time of commencement of existence of this corporation shall be at the time of the data of filling of these Articles of Incorporation.

Prepared by: Jan Phillips Essential Business Services Inc. 2750 W.Oakland Pk Blvd., Ste B Pt.Lauderdale, Florida 33311 (305)739-1733

ARTICLE VI. ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 599 ME 32MD STREET, OAKLAND PARK, FLORIDA 33334.

The Board of Directors may from time to time move the principle office to any other address in Florida.

ARTICLE VII. DIRECTORS

This Corporation shall have not less than one nor more than five directors, initially. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII. REGISTERED AGENT AND OFFICE

This Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

ROBERT BOROMSKI 5460 MW 59TH PLACE FT. LAUDERDALE, PLORIDA 33319

ARTICLE IX. INITIAL DIRECTORS

The name and post office address of each of the member(s) of the First Board of Directors is:

ROBERT BOROWSKI 8468 MM 59TH PLACE FT. LAUDERDALE, PLORIDA 33319

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE X. INCORPORATION

The name and post office address of the incorporator(s) of these Articles of Incorporation is:

ROBERT NOROMSKI 5468 EM 59TH PLACE FT. LAUDERDALK, FLORIDA 33319

Q ∞

ARTICIN II. AMENUMENT

Thenn 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 the Stockholder's meeting by a HAJORITY of the stock entitled to voice thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

111

The Directors of this Corporation shall have the power to make or amend the By-Laws and to fix any amount to be reserved for working

capital.

The private property of the Stockholders shall not be subject; to the payment of the corporate debts in any extent whatsoever. The corporation shall have a first lies on wherea of its members and upon the dividends due them for any indebtoduess of such members of the corporation.

ARTICLE XII.

The stockholders of this corporation may divide themselves into groups for the purpose of obtaining unit control in the corporation, and when any agreement is made between the stockholders owning at least Seventy-five percent of the stock then outstanding in the corporation, such agreement shall be hinding upon the corporation, the livestors and shall be corporation, corporation, such agreement until on minding upon the corporation, shall be recognized by the Directors and shall be observed by the officers and agents of the corporation, and particularly, the stockholders are authorized to include in such agreements entered into between themselves provisions which will confer upon individual into between themselves provisions which will conter upon individual groups the power to elect certain numbers of directors, and, in particular, stockholders may include in the agreements between themselves the following as valid matters of agreement, to wit:

1) The manner and method in which the persons by whom Directors

- may be elected
- Any limitation upon the transferability or assignment of the 2)
- The conferring of presemptive rights of purchase upon 3 i stockholders on conditions precedent to the sale of any other stocks
- Any matter relating to effectuating the purpose included in 4) any of the foregoing matters

Agreements between the stockholders shall continue binding upon the corporation until there is filed with each office of the corporation, a written instrument signed by the persons who originally created such stockholder's agreement (or their successors in ownership, providing such a succession in ownership shall have been accomplished in accordance with the terms of the stockholder's agreement) consenting to the revocation and cancellation of the agreements among the stockholders.

ARTICLE XIII. BLECTION FOR TAX PURPOSES

At the election of the officers of this Corporation, this corporation may be qualified as a Sub-Chapter 8 Corporation pursuant to the Laws of the United States and the Internal Revenue Service. This provision shall be applicable only if the business in which the corporation engages qualifies for such tax treatment under the Laws of the United States.

ARTICLE XIV. COMMENCEMENT DATE

Corporate Existence shall dommende on the date of filing.

ARTICLE XV. INITIAL OFFICERS

The name and address of the initial officer(s) of the corporation is:

Provident: ROBERT BOROWSET 599 ME 32MD STREET CARLAND PARK, PLORIDA 33334

IN WITNESS WHEREOF, the undersigned, being the original incorporator(s) to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the Laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts berein stated are true, and do respectively agree to take the number of shares bereinabove set forth, and herounte set said hand(s) and seal this day 91, Ferenny 28

KOBERT BOROMSKI

State of Ploxida)

95000002

County of Broward)

I BERREY CERTIFY THAT ON THIS DAY, BEFORE ME, A MOTARY PUBLIC DULY AUTHORISED IN THE STATE AND COUNTY MAKED ABOVE TO TAKE ACKNOWLEDGEMENTS, PERSONALLY APPRARED TO ME RHOWN TO BE THE PERSON(S) DESCRIBED AS INCORPORATOR(S) OR WHO PRODUCED IDENTIFICATION, I.E. FLANA DELIVES DELICETES DE LICORPORATION, AND IN AMD MEO EXECUTED THE FOREGOING ARTICLES DE INCORPORATION, AND ROBERT BOROMSKI ACKNOWLEDGED BEFORE ME THAT SHE SUBSCRIBED TO TROSE ARTICLES OF

Φ

H 95000002 386

IN WITHERS MURREOF, I have becounto set my hand and official seal at , Broward County, Florida this 78th day OF FEBRUARY , 1995.

My Commission Expires:

DAY PU OPPICIAL HOTART DUAL
JANET PHILLIPS
COMMISSION HUMBER
CO 107988 NOT TO DO 107946 MY DOMMSSION EXP.

MOTARY UHLIC, BTATE FLORIDA OF

41

DECIGNATION REGISTERED AGENT FOR BURVICK OF PROCESS CKRTIFICATE

Pursuant to Chapter 607.0505 of Florida Statutes, the undersigned hereby dicignates:

ROBERT BOROWSKI

as its registered agent to accept service of process within the

ROBERT BOROWSKI

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the foregoing designation as Registered Agent for Service of Process within the State of Plorida, does hereby agree to act in this capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties this less day of free , 1995. Booking day of Fueum

ROBERT BOROWSKI

5