

# Accounting Services of America, Inc.

631 Lyons Road  
Suite 12-102  
Coconut Creek, FL 33063  
(305) 971-2020 Phone / Fax

April 1995  
State of Florida  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32314

*PA 6000030304*

RE: Articles of Incorporation  
Statewide Contractors, Inc.

Dear Sirs

Enclosed please find 3 originals of the Articles of  
Incorporation for Statewide Contractors, Inc. and our company check in  
the amount of \$ 70.00 for the fees ( no certified copy is  
requested )

Please return one copy to  
Statewide Contractors, Inc.  
4152 West Blue Heron Blvd # 126  
Riviera Beach, FL 33404

4152 WEST BLUE HERON BLVD # 126  
RIVIERA BEACH, FL 33404  
\*\*\*\*\*20.00 \*\*\*\*\*00.00

Thanking you in advance, for your co-operation in this matter, I remain,

Sincerely

*James Holmes*  
James Holmes  
President

Accounting Services of America

TALLAHASSEE, FLORIDA

COCT 11 10 36

*1/11*

ARTICLES OF INCORPORATION  
OF  
STATEWIDE CONTRACTORS, INC.  
ARTICLE I - NAME

The name of this corporation is:

STATEWIDE CONTRACTORS, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any and all lawful endeavors and transactions, for which corporations may be incorporated, together with all necessary purposes related thereto, pursuant to Chapter 607, Florida Statutes, entitled "The Florida General Corporation Act".

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 2,500 shares of One Dollar ( \$1.00 ) par value common stock, which shall be designated common shares.

ARTICLE V - PREFERENCES, LIMITATIONS,  
AND RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Except as otherwise provided by law, the entire voting power for election of directors and all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI - PRE-EMPTED RIGHTS

Every share holder upon the sale for cash of any new stock of

FILED  
95 APR 11 AM 7:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share ( as nearly as may be done without the issuance of fractional shares ) at a price at which it is offered to others.

#### ARTICLE VII - INITIAL OFFICE

The initial post office of this corporation in the State of Florida is: STATEWIDE CONTRACTORS, INC.

4152 W. BLUE HERON BLVD. #126  
RIVIERA BEACH, FL 33404

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director, initially. The number of directors may either be increased, or diminished from time to time by the Bylaws, but shall never have less than one (1). The name and address of the initial director of this corporation is as follows:

NAME	ADDRESS	(SHARES)
<u>JAMES HOLMES</u>	<u>4152 W. BLUE HERON BLVD #126</u> <u>RIVIERA BEACH, FL 33404</u>	<u>100</u>

#### ARTICLE IX - INCORPORATOR

The name and address of the person executing the Articles of Incorporation, as Incorporator is as follows:

NAME	ADDRESS
<u>JAMES HOLMES</u>	<u>4152 W. BLUE HERON BLVD #126</u> <u>RIVIERA BEACH, FL 33404</u>

#### ARTICLE X - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders.

#### ARTICLE XI - RESTRICTIONS OF TRANSFER OF STOCK

Shares held by the shareholder may not be resold, or otherwise transferred to other persons, without the written approval of the other shareholders. The price and the terms at which, and the time in which said shares may be offered and sold shall be specified by a written agreement between the shareholders of this corporation.

#### ARTICLE XII - CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at each election shall have the right to cumulate his votes by giving candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or be distributing such votes on the same principal amount of any number of such candidates.

#### ARTICLE XIII - CALLING OF SPECIAL MEETINGS

Special shareholder meetings may be called by the board of directors, or by any holders of 50% of the shares entitled to vote.

#### ARTICLE XIV - SHAREHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XV - APPROVAL FOR MERGER AND SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan or merger shall require in every case, whether or not such approval is required by law.

#### ARTICLE XVI - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholder of this corporation must be taken at a meeting of the shareholders of this corporation duly called as provided by law.

#### ARTICLE XVII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

#### ARTICLE XVIII - POWERS

The corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE XIX - DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director, or directors have abstained from the voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be an act of the board of directors.

#### ARTICLE XX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any

former officer or director, to the full extent permitted by law.

ARTICLE XXI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this restriction.

IN WITNESS WHEREOF, I, the undersigned subscribed has executed these Articles of Incorporation, this 7 day of APRIL, 1995

James Holmes

President

STATE OF FLORIDA

COUNTY OF BROWARD

I hereby certify that on this day before me, a NOTARY PUBLIC, duly authorized in the state and county named above to take acknowledgements, personally appeared,

James Holmes

President

to me known to be the person described as subscribed in and who executed the forgoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

Witness my hand and official seal this 7 day of APRIL 1995.

Karen K. Babcock

NOTARY PUBLIC  
STATE OF FLORIDA

Page 5 of 6

Notary Public, State of Florida at Large  
My Commission Expires Sept. 23, 1995  
Bonded thru Huckleberry & Associates

ARTICLE XXII - RESIDENT AGENT

The corporation does hereby designate:

JAMES HOLMES  
4152 W. BLUE HERON BLVD #126  
RIVIERA BEACH, FL 33404

as its Resident Agent for the purpose of accepting service in behalf of the corporation. Said Resident Agent does hereby signify his/her acceptance of this appointment as said Resident Agent for the corporation by signing his/her acceptance.

ACCEPTANCE OF RESIDENT AGENT FOR THE  
PURPOSE OF ACCEPTING SERVICE UPON:

JAMES HOLMES  
4152 W. BLUE HERON BLVD #126  
RIVIERA BEACH, FL 33404

The undersigned does hereby accept the office of Resident Agent for, and in behalf of, STATEWIDE CONTRACTORS, INC a Florida Corporation, for the purpose of accepting service upon said corporation and no other purpose.

This 7 day of APRIL, 1995

James Holmes

(RESIDENT AGENT)

STATE OF FLORIDA

COUNTY OF PALM BEACH

Witness my hand and official seal this 7<sup>th</sup> day of April, 1995

Karen L. Butcher  
NOTARY PUBLIC  
STATE OF FLORIDA

Page 6 of 6

Notary Public, State of Florida at Large  
My Commission Expires Sept. 23, 1995  
Bonded thru Huckleberry & Associates

FILED  
95 APR 11 AM 7:56  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

P95000030304

P.O. Box 6327

ATTENTION: NEW FILINGS  
REFERENCE: Statewide Contractors, Inc.

36 FEB 12 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7  
8  
9  
10  
11

January 25, 1996

Pursuant to our telephone conversation, please find enclosed the paperwork to change the corporate records of the above referenced company.

You will note we have enclosed the following documents for your records:

- 1) Bill of Sale

- 1) Bill of Sale from the previous owner and registered agent.
- 2) Statement of Change of Registered Office or Registered Agent
- 3) A check numbered 5414 drawn on RMS, Inc. in the amount of \$35.00 for the filing fee.
- 4) A check numbered 5415 drawn on RMS, Inc. in the amount of \$8.75 for a certificate of status.

Your immediate attention regarding this matter would be greatly appreciated. If you have any questions and/or concerns, please feel free to contact the undersigned at (407) 848-0000, Monday - Friday between 10AM and 4PM. If there are any further papers which are required, please contact the same. If you prefer to fax the papers and/or questions, the fax number is (407) 842-0288.

Sincerely,

Barbara Guncheon

Barbara Guncheon,  
Registered Agent

200001712832  
-02/13/96--01004--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

JF:bj  
Enclosures (3)

200001712832  
-02/13/96--01004--018  
\*\*\*\*\*8.75 \*\*\*\*\*8.75



Florida Department of State, Sandra B. Mortham, Secretary of State

# STATEMENT OF CHANGE OF OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: STATEWIDE CONTRACTORS, INC  
OLD ADDR: 4152 W. BLUE HERON BLVD RIVIERA BCH, FL 33464

1b. The mailing address of the corporation is: STATEWIDE CONTRACTORS, INC.  
NEW ADDR: 1338 So. WILLIAM DR. #7, LAKE PARK, FL 33403

1c. Date of incorporation: 4-11-95 Document number: P95000030304

2. The name and address of the current registered agent and office:

JAMES HOLMES  
4152 W. BLUE HERON BLVD #126  
RIVIERA BCH, FL 33464

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

BARBARA GUNCHEUN  
1338 So WILLIAM DR. #7  
LAKE PARK, FL 33403

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

John C. Franta - (V.Pres.)  
(Signature of an officer, chairman or vice chairman of the board)

1-25-96  
(Date)

JOHN C. FRANTA - VICE PRES.  
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Barbara Guncheun  
(Signature of Registered Agent)

Jan 25, 1996  
(Date)

If signing on behalf of an entity:

STATEWIDE CONTRACTORS, INC  
(Typed or Printed Name)

REGISTERED AGENT  
(Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

P95000030304

LAW OFFICE OF  
*Orrin R. Beilly, P.A.*

CITIZENS BUILDING, SUITE 705  
105 SOUTH NARCISSUS AVENUE  
WEST PALM BEACH, FLORIDA 33401

(407) 832-1803

CIVIL TRIAL PRACTICE

FACSIMILE: (407) 832-0101

March 18, 1996

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

500001752305  
-03/21/96--01032--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Attn: Thelma Lewis

Re: Amendment to Article of Incorporations

Dear Ms. Lewis:

Enclosure, please find the following:

1. Amendment to Article of Incorporation of  
Statewide Contractors, Inc.
2. Check in the amount of \$35.00 for filing fees

Should you require any additional information, please feel free to  
contact my office.

Very truly yours,

By:

*Orrin R. Beilly*  
Orrin R. Beilly

ORB:fmd  
Encl.

TEL MAR 20 1996

Amel

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR 20 AM 9:59

TEL MAR 19 1996

AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
STATEWIDE CONTRACTORS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAR 20 AM 9:59

A special meeting of the shareholders of the above-named corporation was held on the 15<sup>th</sup> day of March, 1996. Present was John C. Franta, the sole shareholder of the corporation.

Upon Motion duly made, seconded and carried by the shareholders, it was RESOLVED that Articles VII, VIII, and XXII of the Articles of Incorporation be amended as follows:

ARTICLE VII - PRINCIPAL OFFICE

The principal place of business of this corporation and Post Office shall be: 901 Northpoint Parkway, Suite 310, West Palm Beach, FL 33410.

ARTICLE VIII - BOARD OF DIRECTORS

The Board of Directors shall ~~whenever~~ consist of one (1) director. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) nor more than four (4). The name and address of the director constituting the Board of Directors is:

<u>Name</u>	<u>Address</u>
John C. Franta, President	901 Northpoint Parkway, Ste. 310 West Palm Beach, FL 33410

ARTICLE XXII - RESIDENT AGENT

The Corporation does hereby designate:

Sally A. Ratigan  
901 Northpoint Parkway, Ste. 310  
West Palm Beach, FL 33410

Having been named as registered agent, 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.

Signature: Sally A. Ratigan Date: 3-15-96

The undersigned has executed this Amendment to Articles of Incorporation this 15<sup>th</sup> day of March, 1996.

John C. Franta  
JOHN C. FRANTA/PRESIDENT