DANIEL J. LOBECK THE LAW OFFICES OF

MARK A. HANSON

2063 MAIN STREET SARASOTA, FL 34237 (813) 955-5622 FAX 951-1469

LOBECK & HANSON

PROFESSIONAL ASSOCIATION

COOPERATIVE AND COMMUNITY Associations

PERSONAL INJURY FAMILY LAW CRIMINAL DEFENSE CIVIL LITIGATION

May 16, 1995

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

Re: Articles of Incorporation

100001491681 05/17/95--01137--016 \*\*\*\*\*70.00 \*\*\*\*\*70.00

TO WHOM IT MAY CONCERN:

Enclosed please find the original Articles of Incorporation of BIG BEN FENCE & DECKING, INC. for filing with the Secretary of State.

Also enclosed herewith is a check in the amount of \$70.00 to cover the costs associated with this request. A certified copy of the Articles is not requested at this time.

Thank you for your attention to this matter.

Very truly yours,

Mark A. Hanson, Esquire

MAH/paa Enclosures

AB5/18/95

ARTICLES OF INCORPORATION DIVISION OF CORPORATIONS
OF 95 HAY 17 AM 9: 37

BIG BEN FENCE & DECKING, INC.

We, the undersigned, associate ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida.

# ARTICLE I

The name and principal place of business and mailing address of the corporation is:

BIG BEN FENCE & DECKING, INC. 5845 Palmer Boulevard Sarasota, Florida 34232.

#### ARTICLE II

The corporate purposes are:

- (a) To engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, including, but not limited to the business of fence and decking construction and installation and any activities in any way related thereto.
- (b) To have, in furtherance of the corporate purposes, all of the powers conferred upon the corporations organized in the State of Florida, subject to any limitations thereof contained in these Articles of Incorporation, in Chapter 621 of the Florida Statutes, or any laws of the State of Florida, and to conduct any lawful business or enterprise.

## ARTICLE III

The Corporation shall have power:

(a) To have perpetual succession by its corporation name.

- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever sicuated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations, of the United States or of any other municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any

of its property, franchises, and income.

- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this State.
- (k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.
- (1) To make and alter bylaws, not inconsistent with these articles of incorporation and the laws of this State, for the administration and regulation of the affairs of the corporation.
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (n) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.
- (o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.
- (p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.
- (q) To have and exercise all powers necessary or convenient to effect its purposes.

#### ARTICLE IV

The amount of capital stock authorized and the maximum number of shares of par value common stock, of no par value stock, and preferred stock of every kind, class or series of each with their distinguishing characteristics and the par value of all shares having par value are as follows:

The total authorized capital stock of this corporation is one hundred (100) shares of common stock with a par value of ONE DOLLAR (\$1.00) per share. There shall be only one class of stock.

## ARTICLE V

The amount of capital with which this corporation will commence business is one hundred (100) shares of common stock with a par value of ONE DOLLAR (\$1.00) per share.

## ARTICLE VI

This corporation is to exist perpetually.

#### ARTICLE VII

The street address of the initial registered office and the name of its initial registered agent at such office is as follows:

Mark A. Hanson, Esquire The Law Offices of Lobeck & Hanson, P. A. 2063 Main Street, Suite 101 Sarasota, Florida 34237

## ARTICLE VIII

This Corporation shall have two (2) Directors initially. The number of Directors may be modified from time to time by Bylaws adopted by the Shareholders.

#### ARTICLE IX

The names and street addresses of the first Board of Directors is as follows:

David Albaugh 3761 Bonaventure Lane Sarasota, FL 34243

JoAnne Albaugh 3761 Bonaventure Lane Sarasota, FL 34243

#### ARTICLE X

The names and addresses of the incorporators to these Articles of Incorporation are as follows:

David Albaugh 3761 Bonaventure Lane Sarasota, FL 34243

JoAnne Albaugh 3761 Bonaventure Lane Sarasota, FL 34243

# ARTICLE XI

No other contract or other transaction of this corporation with any person, firm or orporation or no contract or other transaction in which this corporation is interested shall be invalidated or affected by (a) the fact that one or more of the Directors of this Corporation is interested in or is a director or officer of another corporation, or (b) the fact that any Director, individually or jointly with others may be appointed to or may be interested in the contract or transaction; and each person who becomes a Director of this corporation is hereby relieved of any liability that may otherwise arise by reason of his contracting with this corporation of the benefit of himself or any firm or corporation in which he may be interested.

## ARTICLE XII

These Articles of Incorporation may be amended by Resolution

SECRETARY OF STATE adopted by the Board of Directors, proposed by themand Althus Shareholders and approved at a Shareholders meet and his forty of the Shares entitled to vote thereon.

The undersigned Incorporators have executed these Articles TOday of May, 1995

STATE OF FLORIDA COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to administer oaths, personally appeared <u>DAVID ALBAUGH and JOANNE ALBAUGH</u>, to me known to be the persons described as Incorporator in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they subscribed to these Articles of Incorporation for the uses and purposes expressed therein.

witness my hand and official seal in the State and County named above this / day of / 1995.

nted Name of Notary

My Commission Expires: ROTARY FULL COLENATE OF APPRICA ALL CASE MY COMMISSION EXPINEL COIO (SIL 25 1775) EURASIA TRADOR TRIBOA DARF GEORGIA

Having been named Registered Agent to accept service of process for the above stated corporation at registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.

Registered Agent

# STATE OF FLORIDA COUNTY OF SARASOTA

The foregoing acceptance was subscribed and acknowledged before me by Mark A. Hanson, as Registered Agent, who is personally known to me, and who acknowledged to and before me that he executed the same freely and voluntarily for the purposes therein expressed, this 16 day of 1995.

NOTARY PUBLIC

Printed Name of Notary

My Commission Expires:

MY COMMESSION EXPIRES DETOSER 25, 1995 BONDED THEU ADENTS NOTARY SROKERADE