

P95000053303

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

SN
7/11/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>RH</u>	_____	_____	_____

WALK-IN Will Pick Up 7:11 12pm

RE: Harden Drywall
Service, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)	200001534412 07/11/95-01034-016 ****122.50 ****122.50	
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Filitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	\$

FILED
 55 JUL 11 PM 3:12
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

FILED

ARTICLES OF INCORPORATION

05 JUL 11 PM 3:12

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HARDEN DRYWALL SERVICE, Inc.

I, WENDELL BRANTLEY HARDEN, the undersigned, for the purpose of becoming a Corporation for profit under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME: The name of the Corporation shall be: Harden Drywall Service, Inc.

ARTICLE II

ADDRESS: The initial post office address of the principal office of the Corporation in the State of Florida shall be Route 1, Box 123, LuLu, Florida 32061. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE III

NATURE OF BUSINESS: The general nature of the business to be conducted by said Corporation shall be and is as follows:

(a) To engage in the business of dry wall and construction services, and to perform all other acts necessary or convenient for fully accomplishing the purposes and goals of the corporation.

(b) To purchase or otherwise acquire, construct, manufacture, make and fabricate, and to hold, own, use, manage, repair, improve and utilize, and to sell, pledge, hypothecate, mortgage, lease, transfer and otherwise dispose of, and to export, import, trade and deal in and with goods, wares, merchandise, and personal property of every character and description, as principal, agent or broker, and to carry on a general mercantile and commercial business in any part of the world.

(c) To acquire by subscription, purchase or otherwise, to hold for investment or resale, to mortgage, pledge, hypothecate, and to sell or otherwise dispose of, and in all ways to deal in and with, as principal or agent, and upon commission or otherwise,

stocks, bonds, notes, debentures, mortgages, certificates of indebtedness, and other obligations and securities of corporations, private or public, domestic or foreign, and of municipal and governmental subdivisions, agencies and authorities, and notes, mortgages and other obligations of individuals, and investment securities and choses in action generally, with power to issue its own securities in exchange therefore to the extent permitted by the Corporation laws of the State of Florida; and to collect the interest and dividends on its holdings as well as the principal thereof; to make advances upon or for the benefit of, and to do all things equitable and proper for the protection, conservation and enhancement of value of any securities, choses in action, properties or investments held by it; and to possess and exercise, in respect to any thereof, all the rights, powers and privileges of individual owners or holders thereof, and to exercise any and all voting power thereon with respect thereto.

(d) Without limit as to amount, to borrow money for the purposes of the Corporation, to draw, make, accept, endorse, discount, execute, issue and transfer promissory notes, debentures, bills of exchange, bonds, warrants and other negotiable or transferable instruments, and to execute, issue, sell and dispose of bonds, notes, debentures and other obligations of the Corporation from time to time for any of its objects and purposes, without or with security and, if so determined, to secure the same by mortgage, pledge, deed of trust, or otherwise.

(e) To acquire the good will, rights and property, and the whole or any part of the assets, tangible or intangible, and to undertake or in any way assume the liabilities of any person, firm, association or corporation; to pay for the said good will, rights, property and assets in cash, the stock of the corporation, bonds or otherwise, or by undertaking the whole or any part of the liabilities of the transferor; to hold or in any manner dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient in

and about the conduct and management of such business.

(f) To aid by loan, subsidy, guaranty or in any other manner whatsoever, any corporation, firm, syndicate, association or individual to the extent that the Board of Directors may deem advisable to promote the business, interest and purposes of the Corporation, and any Corporation whose stocks, bonds, securities or other obligations are in any manner, either directly or indirectly, held or guaranteed by the Corporation; and to do any and all other acts or things toward the preservation, protection, improvement or enhancement in value of any stocks, bonds, securities or other obligations, and to do any or all such acts or things designed to accomplish any such purpose.

(g) To employ its surplus earnings or accumulated profits from time to time as its Board of Directors may determine, to purchase or otherwise dispose of or turn to account, as its Board of Directors may from time to time determine the stocks, bonds, debentures or other securities of this Corporation, to the extent permitted by law.

(h) To enter into, make, perform and carry out contracts for any lawful purpose pertaining to the business of the Corporation, without limit as to amount, with any person, firm, syndicate, committee, association or corporation, or municipal or governmental board, body, bureau, authority or agency, domestic or foreign, now or hereafter to be organized.

(i) To have one or more offices and to carry on its operations and to transact its business and promote its objects and purposes within the State of Florida or elsewhere, either alone or with other companies, firms or individuals, without restriction as to place or amount, and to have, use, exercise and enjoy all the general powers of like corporation; and to do all and every act or acts, thing or things, necessary, suitable or proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinabove set forth, or incidental or pertaining to or growing out of or connected with the aforesaid business or powers, or any part or

parts thereof, provided the same be consistent with the laws under which this Corporation is organized.

IN GENERAL, and in connection with the foregoing, this Corporation has been organized for the purpose of conducting any and all lawful business for which corporations of a like nature may be organized under the laws of the State of Florida, it being expressly provided that the enumeration of the objects, powers and purposes hereinabove specified shall not be held to limit or restrict in any manner the objects, powers and purpose of the Corporation, and none of the clauses contained in this Article shall be in anywise limited and restricted by reference to the terms of any other clauses, objects or purposes set forth in this Article, or in any other Article hereof, but that objects, powers and purposes specified in each of the clauses of this Article shall be regarded as independent and cumulative purposes, powers and objects.

ARTICLE IV

CAPITAL STOCK: The amount of the authorized capital stock of the Corporation, being the maximum number and the classes of shares of stock that the Corporation is authorized to have outstanding at any one time, shall be Two Thousand (2,000) shares of Class A voting common stock, having a par value of One Dollar (\$1.00) per share. All stock issued shall be fully paid and non-assessable. Any of such stock may be passed and sold in whole or fractional shares. There shall be included in the Bylaws of the Corporation provisions recognizing preemptive rights of stockholders and limitations of issue and transfer of stock in violation of rights or agreements of the stockholders. The stockholders may include in their agreements among themselves or with the Corporation limitations on the transferability and agreements for preemptive rights of purchase with reference to such stock, or any part thereof, whether issued or to be issued, or options to purchase in the event of sale or pledge of stock issued by the Corporation.

ARTICLE V

INITIAL CAPITAL: The amount of the capital with which this

Corporation will begin business shall not be less than the sum of FIVE HUNDRED AND NO/100THS DOLLARS (\$500.00) paid in money, property, labor, services or other valuable consideration.

ARTICLE VI

EXISTENCE: The Corporation shall have perpetual existence.

ARTICLE VII

DIRECTORS: The initial number of the directors of this Corporation shall be one (1) provided, however, that the number of directors may be changed from time to time to not more than seven (7) in accordance with the Bylaws of the Corporation as shall from time to time be in force and effect.

ARTICLE VIII

INITIAL DIRECTORS: The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of the Bylaws and these Articles of Incorporation, shall hold office until the first annual meeting of the stockholders of the Corporation or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Wendell Brantley Harden	Route 1, Box 123 LuLu, Florida 32061
Wendell Brantley Harden, Jr.	Route 1, Box 123 LuLu, Florida 32061
Suzanne Harden	Route 1, Box 123 LuLu, Florida 32061
Wesley Harden	Route 1, Box 123 LuLu, Florida 32061

ARTICLE IX

INCORPORATORS: The name and post office address of each incorporator of these Articles of Incorporation and a statement of the number of shares of stock which each has agreed to take and the value of the consideration to be paid therefor is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
-------------	----------------	---------------	----------------------

Wendell Brantley Harden	Route 1, Box 123 LuLu, FL 32061	1,100	\$1100.00
----------------------------	------------------------------------	-------	-----------

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this Corporation is Route 1, Box 123, LuLu, Florida 32061 and the name of the initial registered agent of the Corporation at that address is WENDELL BRANTLEY HARDEN.

ARTICLE XI

PREEMPTIVE RIGHTS: Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

ARTICLE XII

INDEMNIFICATION OF OFFICERS AND DIRECTORS: The Corporation shall indemnify any officer or director, or any former officers or directors, to the full extent permitted by law.

ARTICLE XIII

CONDUCT OF AFFAIRS OF CORPORATION: In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the Corporation:

(a) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Bylaws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the Corporation except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or by the Bylaws as constituted from time to time, expressly conferred upon or reserved upon or reserved to the stockholders.

(b) Authorized shares of the capital stock of the Corporation shall be issued only for a consideration having a value in the

par value of such par value stock. Nothing herein contained shall however restrict the issuance of any such stock by the Corporation for a consideration of more than the par value of said stock.

(c) The initial Bylaws may be adopted by the incorporators hereto. Such Bylaws may be amended, altered or repealed only by the stockholders of the Corporation by affirmative vote of the holders of a majority of the common stock outstanding and entitled to be voted. No such Bylaws shall be in conflict with the provisions of the Articles of Incorporation or of any outstanding prior agreements of the stockholders which appear of record in the minute book or other records of the Corporation.

(d) The Corporation shall have such officers as may from time to time be provided in the Bylaws and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Bylaws or as may be determined from time to time by the Board of Directors subject to the Bylaws.

(e) At all elections of directors, each holder of common stock shall be entitled to as many votes as shall equal the number of his shares of common stock multiplied by the number of directors to be elected, and he may cast all of such votes, in person or by proxy, for a single director or distribute them among the number to be voted for, or any two or more of the number to be voted, as he may see fit.

(f) No contract or other transaction between the Corporation and any other firm, association or corporation shall be affected or invalidated by the fact that any one or more of the directors is or are interested in or is a member, director or officer, or are members, directors or officers of such other firm or corporation and any director or directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the Corporation or in which the Corporation is interested; and no contract, act or transaction of the Corporation with any person, firm, association or corporation shall be affected or invalidated by the fact that any director or directors of the

Corporation is a party or are parties to or interested in such contract, act or transaction or in any way connected with such person, firm, association or corporation, and each is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be interested.

ARTICLE XIV

AMENDMENTS: The Corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law and all rights conferred upon the stockholders herein are granted subject to this reservation. Every such amendment shall be approved by the holders of at least a majority of the outstanding capital stock.

IN WITNESS WHEREOF, WENDELL BRANTLEY HARDEN, the undersigned subscribing incorporator has hereunto set his hand and seal this 10th day of July, 1995, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

Wendell Brantley Harden
WENDELL BRANTLEY HARDEN

STATE OF FLORIDA
COUNTY OF ALACHUA

Before me personally appeared this 10th day of July, 1995, WENDELL BRANTLEY HARDEN to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he made, subscribed and acknowledged the foregoing Articles of Incorporation as his voluntary act and deed, and the facts set forth therein are true and correct.

WITNESS my hand and official seal this 10th day of July, 1995.

OFFICIAL NOTARY SEAL
PENNY J SAIER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC394159
MY COMMISSION EXP. AUG. 5, 1998

Penny J. Saier
NOTARY PUBLIC: PENNY J. SAIER
State of Florida at Large
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, Florida Statutes:

Harden Drywall Service, Inc., a Corporation organized under the laws of the State of Florida with its principal office at: Route 1, Box 123, LuLu, Florida 32061, and has named WENDELL BRANTLEY HARDEN located at Route 1, Box 123, LuLu, Florida 32061, as its agent to accept service of process within the State.

NEWLY ELECTED OFFICERS:

<u>NAME & TITLE</u>	<u>ADDRESS</u>
WENDELL BRANTLEY HARDEN PRESIDENT TREASURER	Route 1, Box 123 LuLu, Florida 32061
WESLEY HARDEN VICE PRESIDENT	Route 1, Box 123 LuLu, Florida 32061
SUZANNE HARDEN SECRETARY	Route 1, Box 123 LuLu, Florida 32061

NEWLY APPOINTED DIRECTORS:

<u>NAME</u>	<u>ADDRESS</u>
Wendell Brantley Harden	Route 1, Box 123 LuLu, Florida 32061
Wendell Brantley Harden, Jr.	Route 1, Box 123 LuLu, Florida 32061
Suzanne Harden	Route 1, Box 123 LuLu, Florida 32061
Wesley Harden	Route 1, Box 123 LuLu, Florida 32061

Wendell Brantley Harden
WENDELL BRANTLEY HARDEN,
Corporate Officer

I agree as Registered Agent to accept service of process at the office open during prescribed hours; to post my name in a conspicuous place in the office as required by law.

Wendell Brantley Harden
WENDELL BRANTLEY HARDEN,
REGISTERED AGENT

7/10/95
DATE

FILED
95 JUL 13 PM 3:06
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

APPLICATION FOR REINSTATEMENT

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P95000053303

HARDEN DRYWALL SERVICE, INC

96 SEP 30 PM 4:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Existing Office Address

ROUTE 1, BOX 123
LULU FL 32061

Existing Address

ROUTE 1, BOX 123
LULU FL 32061

If above addresses are incorrect in any way, list through incorrect information and enter correction below

A. New Principal Office Address, If Applicable

B. New Mailing Office Address, If Applicable

Suite, Apt., Etc.

Suite, Apt., Etc.

City & State

City & State

Zip

Country

Zip

Country

4. Date Incorporated or Qualified To Do Business in Florida

07/11/1995

5. F.I.T. Number

59-3324948

Applied For
Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

\$8.75 Additional Fee required for a Certificate of Status

7. Name and Street Address of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1. Name	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
D	HARDEN, WENDELL B	ROUTE 1, BOX 123	LULU FL 32061
D	HARDEN, SUZANNE	ROUTE 1, BOX 123	LULU FL 32061
D	HARDEN, WESLEY	ROUTE 1, BOX 123	LULU FL 32061
D	HARDEN, WENDELL B JR	ROUTE 1, BOX 123	LULU FL 32061

STATEMENT

200001974872--0
-10/15/96--01183--021
****375.00 ****375.00

8. Name and Address of Current Registered Agent

HARDEN, WENDELL B
ROUTE 1, BOX 123
LULU FL 32061

9. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt., Etc.

City

State
FL

Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent

Wendell B. Harden

REGISTERED AGENT MUST SIGN

P.

Date: Sept. 23 1996

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☒ No ☐

(See other side for information on intangible tax)

I, the undersigned, being the registered agent or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S., further certify that when filing this application, the requirements of section 607.0401 or 617.0401, F.S., that all fees paid by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(a), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

Wendell B. Harden WENDELL B. HARDEN

Sept 23 1996

9047526370