

P95000064976

FILED

GUTTUSO EXCAVATING CORP. 95 AUG 21 PM 4:07

2200 N.W 17th Street  
Suite B  
Pompano Beach, Florida 33069

FILED  
TALLAHASSEE, FLORIDA

August 18, 1995

700001565267  
-08/21/95--01078--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

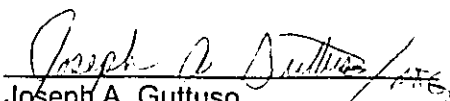
Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399  
Attention: New Filings

Re: New Filing/ Articles of Incorporation for Guttuso Excavating Corp.

Enclose are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$70.00, representing the fees for filing and a certified copy.

Thank you for assistance in this matter.

Sincerely,

  
Joseph A. Guttuso

ARTICLES OF INCORPORATION  
FOR  
GUTTUSO EXCAVATING CORP.

FILED  
95 AUG 21 PM 4:07  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby form a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the Corporation shall be GUTTUSO EXCAVATING CORP.

ARTICLE II

PURPOSE

1. The 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.

2. In general, to do all things and perform all acts necessary and proper for the conduct of a lawful business and to have and exercise all powers of any nature whatsoever permitted or conferred by law upon corporations in general, unless specifically prohibited by the Corporation Act of the State of Florida.

### ARTICLE III

#### STOCK

The corporation is authorized to issue Fifty Thousand (50,000) shares of common stock, all of one class, at One Dollar (\$1.00) par value per share.

### ARTICLE IV

#### TERM OF EXISTENCE

The corporation shall have perpetual existence.

### ARTICLE V

#### PRINCIPAL OFFICE OF THE CORPORATION

The principal office of this corporation in the State of Florida shall be 2200 N.W. 17th Street, Suite B, Pompano Beach, FL 33069. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

### ARTICLE VI

#### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2200 N.W. 17th Street, Suite B, Pompano Beach, FL 33069, and the name of the initial registered agent of the corporation at that address is Joseph A. Guttuso.

## ARTICLE VII

### BOARD OF DIRECTORS

1. The members of the Board of Directors shall all be of full age and citizens of the United States but need not be stockholders of the corporation

2. The corporation shall not have less than one (1) director. The number of directors may be increased or thereafter diminished from time to time by the By-Laws adopted by the stockholders.

3. The members of the Board of Directors of this corporation shall be chosen at the annual meetings of the stockholders but shall never be less than one (1).

4. The members of the Board of Directors of this corporation shall be chosen at the annual meeting of the stockholders, to be held at such time and place as provided for hereinafter, by a plurality of the votes cast at such election.

## ARTICLE VIII

### BY-LAWS

This corporation's Board of Directors is specifically authorized from time to time to adopt the By-Laws, not inconsistent herewith, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of such shares of stock, provided, however, such provisions dealing with the purchase or

redemption by the corporation of such shares of stock may not be invoked at a time or in a manner that would impair the capital of this corporation.

#### ARTICLE IX

##### INITIAL DIRECTOR

The name and street address of the member(s) of the first Board of Directors is as follows:

Joseph A. Guttuso  
23338 Torre Circle  
Boca Raton, FL 33433

#### ARTICLE X

##### OFFICERS

The name(s) and addresses of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Joseph A. Guttuso  
President/Secretary

23338 Torre Circle  
Boca Raton, FL 33433

#### ARTICLE XI

##### INDEMNIFICATION

To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.

ARTICLE XII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

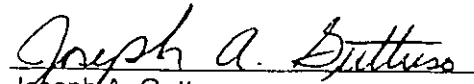
ARTICLE XIII

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Joseph A. Guttuso  
23338 Torre Circle  
Boca Raton, FL 33433

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18 day of August, 1995.

  
Joseph A. Guttuso

STATE OF FLORIDA            )  
  ) ss.  
COUNTY OF BROWARD        )

BEFORE ME, a Notary Public in and for said State of Florida at Large, personally appeared John H. [unclear], to me known and known to me to be the person who signed the foregoing Articles of Incorporation and severally acknowledged the execution thereof to be his free act and deed for the uses and purposes therein mentioned and who is personally known to me or who has produced his Florida driver's license and who did        take an oath

WITNESS my signature and official seal at    in the County of                    and State of Florida this 13<sup>th</sup> day of                   , 1994.

    
Notary Public, State of Florida

Print Name   

My commission expires:   



MARY A. LANGLEY  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPI. FEB. 22, 1998  
CODE NO. CC 137253  
BORDEN THRU FACILITY & REFINERY  
COMPANY OF MARYLAND

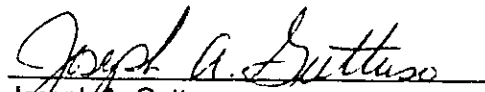
### DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is Guttuso Excavating Corp
2. The name of the registered agent is Joseph A. Guttuso
3. The address of the undersigned agent/registered office is 2200 N.W. 17th Street, Suite B, Pompano Beach, FL 33069

### Acceptance

Having been named as registered agent and designated to accept service of process for the above 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 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.

  
Joseph A. Guttuso

Date: 8/18/95

FILED  
95 AUG 21 10 40 AM  
FBI



P95000064976

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 3, 1997

GUTTUSO EXCAVATING CORP.  
2200 N.W. 17TH STREET, SUITE B  
POMPANO BEACH, FL 33069

SUBJECT: GUTTUSO EXCAVATING CORP.  
Ref. Number: P95000064976

Debit Memo #: 11197-D

This is to inform you that check #1163 in the amount of \$165.00 submitted with the annual report for GUTTUSO EXCAVATING CORP. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after September 3, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey  
Accountant I

Letter Number: 097A00034794

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CHECK #: 1163