

P96000035991

1538 Hatter Drive

Address

Yal 11
City/State/Zip

333

Phone #

94.234.687

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1 Bay Tree Express, Inc
(Corporation Name) (Document #)

2 (Corporation Name) (Document #)

3 (Corporation Name) (Document #)

4 (Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

96 MAR 27 PM 1:17

96 MAR 27 PM 1:17

4910-10040
DP
526-96

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 27, 1990

ELIZABETH MOTTO
1338 COLONIAL DRIVE
TALLAHASSEE, FL 32303

SUBJECT: BAY TREE ENTERPRISES, INC.
Ref. Number: W96000006040

We have received your document for BAY TREE ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Farmer
Document Specialist

Letter Number: 396A00014072

*Picked up
2/00*

SECRET 11 13 17

08

BAY TREE ENTERPRISES, INC.

THE UNDERSIGNED, acting as the incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE 1-NAME

The name of this Corporation is Bay Tree Enterprises, Inc.

ARTICLE II - DURATION

The duration of this Corporation is perpetual, unless dissolved according to law.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 10,000 shares of Class A Common stock at One Dollar (\$1.00) par value per share. Fully-paid stock of this Corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time, to the extent of the par value of such shares, and the excess, if any, of consideration received for such shares shall constitute capital surplus.

ARTICLE V - AMENDMENT

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a Shareholders meeting called for that purpose.

ARTICLE VI - SHAREHOLDER RIGHTS

Shareholders of the Corporation shall have pre-emptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including, but not limited to, cash,

other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Pre-emptive rights shall also apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

This Article pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the Corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the Shareholders of the Corporation.

ARTICLE VII - QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's By-laws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of this Corporation's initial registered office in Florida is 10 Espanola Lane, Port St. Lucie, Florida 34952, and the name of its initial registered agent at that address is Joseph Pietrantuono. The principal address will also be 10 Espanola Lane, Port St. Lucie, Florida 34952.

ARTICLE IX - BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have one member initially. The number of directors may be increased or decreased by the Shareholders from time to time as provided in the By-laws of the Corporation.

ARTICLE X - DIRECTORS
NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Joseph Pietrantuono	10 Espanola Lane Port St. Lucie, Florida 34952

ARTICLE XI - INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

<u>Name</u>	<u>Street Address</u>
Joseph Pietrantuono	10 Espanola Lane Port St. Lucie, Florida 34952

ARTICLE XII - COMMON DIRECTORS -
TRANSACTIONS BETWEEN CORPORATIONS

No contract or other transaction between this Corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall either be void or voidable because of such relationship or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purpose if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by vote or consent sufficient for that purpose without counting the votes or consents of such Director; or (b) the fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract is fair and reasonable to the Corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes approves or ratifies such contract or transactions.

ARTICLE XIII - BY-LAWS

The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of Shareholders at any meeting thereof.

ARTICLE XIV - SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its Shareholders and Directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all Directors for services to the Corporation as Directors, officers or otherwise.

4. These Articles of Incorporation shall be effective as of April 27 1996.

Joseph Pietrantuono
Joseph Pietrantuono
Incorporator

STATE OF FLORIDA

COUNTY OF LEON

The foregoing Articles of Incorporation were sworn to and acknowledged
before me this 24th day of April, 1996, by Joseph Pietrantuono.

Diane C. Crompton 4/24/96

Notary Public, State of Florida
at Large.
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OF DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of §§48.091(1) and 607.034, Florida Statutes, the following is submitted in compliance thereof:

That Bay Tree Enterprises, Inc., desiring to organize as a corporation under the laws of the State of Florida, with its initial registered office in Florida being in the County of St. Lucie, at 10 Espanola Lane, Port St. Lucie, Florida 34952 has named Joseph. Pietrantuono, located at that same address as its initial registered agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the initial registered office of the Corporation in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute

relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to post therein a sign designating the name of the corporation and the name of its registered agent.

By: Joseph Pietrantuono
Joseph Pietrantuono

55 APR 25 PM 1:17

FILED
SECRETARY OF STATE
CORPORATIONS



THE UNITED STATES
CORPORATION
COMPANY

P96000035991

ACCOUNT NO. : 072100000032

REFERENCE : 314187 7126676

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 1, 1997

ORDER TIME : 10:41 AM

ORDER NO. : 314187-005

CUSTOMER NO: 7126676

CUSTOMER: Mr. Joseph F. Pietrantuono
Gateway Building & Design
Suite 134
1111 South Federal Highway
Stuart, FL 34994

200002190252-14
-04/01/97-01071-024
*****87.50 *****87.50

DOMESTIC AMENDMENT FILING

NAME: BAY TREE ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
97 APR -1 PM 2:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

411
RECEIVED
97 APR 1 1997
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
BAY TREE ENTERPRISES, INC.

FILED
97 APR -1 PM 2:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I

Pursuant to the provisions of Section 607.1006, Florida Statutes, the Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on April 25, 1996, and assigned Charter Number P96000035991, are hereby amended pursuant to a written consent in lieu of meeting executed by the holders of all of the Corporation's Common Stock and all of the Corporation's Directors on March 31, 1997, as follows:

II

ARTICLE I is hereby amended to read as follows:

The name of this corporation is CONSTRUCTION MANAGEMENT RESOURCES, INC.

III

As there presently exists only one shareholder of the issued and outstanding shares of the Corporation, the Corporation shall exchange the certificate of the said shareholders for a certificate representing an identical number of shares which properly reflects the name change of the Corporation and cause the shares taken in to be cancelled.

IV


This Amendment to the Articles of Incorporation was adopted by the sole shareholder and director on March 31, 1997.

V

The undersigned, being the President and Secretary of CONSTRUCTION MANAGEMENT RESOURCES, INC., hereby certifies that the above and foregoing Amendment to the Articles of Incorporation was adopted as aforesaid on March 31, 1997.

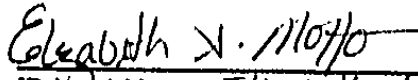
IN WITNESS WHEREOF, I have hereunto set my hand and the seal of the Corporation on March 31, 1997.

CONSTRUCTION MANAGEMENT
RESOURCES, INC.


Joseph F. Pietrantuono, President
and Secretary

STATE OF FLORIDA
COUNTY OF Martin

The foregoing instrument was acknowledged before me this 31st day of March, 1997, by Joseph F. Pietrantuono, President and Secretary, of CONSTRUCTION MANAGEMENT RESOURCES, INC., on behalf of the Corporation, who is personally known to me.


[Printed Name] Elizabeth A. Motto
Notary Public, State of Florida

My Commission Expires:

(SEAL)



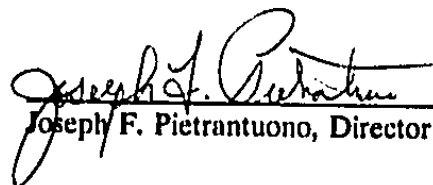
Elizabeth A. Motto
My Commission CC884363
Expires November 28, 2000

**WRITTEN CONSENT OF THE STOCKHOLDER
AND DIRECTOR OF
BAY TREE ENTERPRISES, INC.
IN LIEU OF A SPECIAL MEETING**

The undersigned, being the sole director and stockholder of CONSTRUCTION MANAGEMENT RESOURCES, INC., in accordance with §§607.0821 and 607.0704 of the Florida General Corporation Act, as of March 31, 1997, does hereby waive the necessity of a meeting and does hereby consent in writing to the adoption of the following resolutions:

WHEREAS, it is in the best interests of the Corporation to change its name to CONSTRUCTION MANAGEMENT RESOURCES, INC.; now, therefore, it is

RESOLVED, that the name of the Corporation shall be changed to CONSTRUCTION MANAGEMENT RESOURCES, INC., that the President/Secretary of the Corporation are hereby instructed to file with the Secretary of State of Florida an Amendment to the Articles of Incorporation in the form attached to these minutes, that the President/Secretary of the Corporation shall issue new stock certificates in accordance with the attached Amendment to the Articles of Incorporation, and that the President/Secretary of the Corporation is authorized to take such further actions as may be reasonably necessary to effectuate the intent of these resolutions.



Joseph F. Pietrantuono, Director