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MONROE D. KIAR
ATTORNEY AT LAW

Family Law
Civil Law & Litigation
Bankruptcy Practice
Admitted Florida and New York Bar

0191 S.W. 46th Street
Suite 0101-A
Davie, FL 33314
Broward (954) 684-9770
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March 28, 1996

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04/11/96--01103--010
****127.00 ****127.00

Secretary of State
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation/Redd Construction, Inc.

Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Incorporation for Redd Construction, Inc. along with a self-addressed stamped envelope for the return of the certified copy of the Articles to our office. Also enclosed is our check in the amount of \$127.00 to cover the cost of filing and the cost of the certified copy.

If you have any questions, please do not hesitate to contact me.

Very truly yours,


MONROE D. KIAR

MDK/gmv
enclosures

cc: Mr. Ronald Matzuga

W96-8235
FILED
96 MAY -2 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL MAY - 8 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 17, 1996

MONROE D. KIAR, ESQ.
6191 S.W. 45TH STREET
SUITE 6151-A
DAVIE, FL 33314

SUBJECT: REDD CONSTRUCTION, INC.
Ref. Number: W96000008235

We have received your document for REDD CONSTRUCTION, INC. and your check(s) totaling \$127.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 896A00017826

MONROE D. KIAR

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May 1, 1996

Secretary of State
Post Office Box 6327
Tallahassee, FL 32314

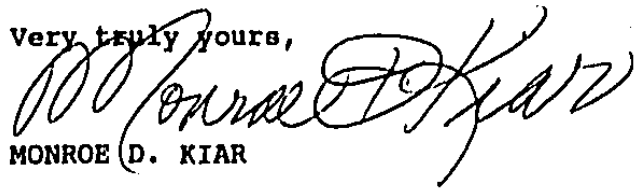
RE: Articles of Incorporation/Big Redd Construction, Inc.

Dear Sir/Madam:

Please find enclosed the original and one (1) copy of the Articles of Incorporation for Big Redd Construction, Inc. along with a self-addressed stamped envelope for the return of the certified copy of the Articles to our office. Also enclosed, is a copy of your letter dated April 17, 1996. Our check in the sum of \$127.00 has been previously submitted to you.

If you have any questions, please do not hesitate to contact me.

Very truly yours,


MONROE D. KIAR

MDK/gmv
enclosures

cc: Mr. Ronald Matzuga

ARTICLES OF INCORPORATION
OF
BIG REDD CONSTRUCTION, INC.
A FLORIDA CORPORATION

FILED
96 MAY -2 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE. NAME

The name of the corporation is: **BIG REDD CONSTRUCTION, INC.**

ARTICLE TWO. DURATION

The corporation is to commence its corporate existence on the date of the filing of these Articles of Incorporation with the Secretary of State of the State of Florida and shall exist perpetually thereafter until dissolved according to law.

ARTICLE THREE. PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE FOUR. STATED CAPITAL

The corporation is authorized to issue 5,000 shares of common stock, all at one class, at ONE DOLLAR (\$1.00) par value.

Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other

property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE FIVE. BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors.

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have three (3) directors initially.

The names and street addresses of the initial directors who shall hold office until the successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

<u>Name</u>	<u>Address</u>
Mary D. Matzuga	3020 SW 117th Avenue Davie, Florida 33330
Ronald James Matzuga	3020 SW 117th Avenue Davie, Florida 33330
Eric J. Matzuga	3020 SW 117th Avenue Davie, Florida 33330

ARTICLE SIX. INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a

director, to the full extent now or hereafter permitted by law.

ARTICLE SEVEN. BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any Bylaws adopted by the shareholders if the shareholders provide that the Bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE EIGHT. AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or any special meeting of the stockholders called for that purpose.

ARTICLE NINE. INCORPORATORS

The names and addresses of the Incorporators to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Ronald James Matzuga	3020 SW 117th Avenue Davie, Florida 33330

ARTICLE TEN. OFFICERS

The Officers of the corporation shall be a president, vice president, secretary, and treasurer and such other officers as may be provided in the Bylaws.

The names and addresses of the persons who are to serve as officers of the corporation at the time of this filing are:

PRESIDENT	Mary D. Matzuga 3020 SW 117th Avenue Davie, Florida 33330
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VICE PRESIDENT

Ronald James Matzuga
3020 SW 117th Avenue
Davie, Florida 33330

SECRETARY

Ronald James Matzuga
3020 SW 117th Avenue
Davie, Florida 33330

TREASURER

Eric J. Matzuga
3020 SW 117th Avenue
Davie, Florida 33330

The directors of the corporation are the representatives named in Article Five.

ARTICLE ELEVEN. DISSOLUTION

In the event of dissolution, the residual assets of corporation will be turned over to the shareholders in proportion to the number of shares held on the date of dissolution.

**ARTICLE TWELVE. DESIGNATION OF REGISTERED
AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, 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, principal address and mailing address is:

**BIG REDD CONSTRUCTION, INC.
3020 SW 117th Avenue
Davie, Florida 33330**

2. The name and address of the registered agent and office :
(The mailing address shall be the same as the registered agent address.)

**Mary D. Matzuga
3020 SW 117th Avenue
Davie, Florida 33330**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE *Wm. D. McHugh*
(Registered Agent)

DATE: 4/3/96

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 3rd day of April, 1996.

Signature of Incorporators

Ronald J. Matzuga

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **RONALD JAMES MATZUGA**, who is personally known to me or who has provided _____ as identification and who did/did not take an oath, who has executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 3rd day of April, 1996.

Gail M. Vaughn
Notary Public, State of Florida,
at Large.

GAIL M. VAUGHN

Type, Print or Stamp Name

My Commission Expires:

