

P96000055802

June 26, 1996

ARNOLD & SON PAVING, INC.
7308 West Longfellow St.
Homosassa, FL 34448
(904) 628-3140

100001878731
-06/28/96--01097--002
*****70.00 *****70.00

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

Re: ARNOLD & SON PAVING, INC.

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for ARNOLD & SON PAVING, INC., along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return to me with the filing date stamped on it.

Thank You,

Leroy Arnold
Leroy Arnold

Enclosures

96 JUN 28 AM 10:22
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7/3/96
TD

ARTICLES OF INCORPORATION
OF
ARNOLD & SON PAVING, INC.

ARTICLE I. NAME

The name of this corporation shall be ARNOLD & SON PAVING, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department Of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 100 shares of Common Stock, with a par value of \$1.00 per share of common stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or

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certified mail to this corporation at its registered office address, and upon for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To
Certain Transfer Restrictions
Imposed By This Corporation's
Articles Of Incorporation, A Copy Of
Which Is On File At This
Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be four. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Leroy Arnold
7308 West Longfellow St.
HOMOSASSA, FL 34448

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 7308 West Longfellow St., Homosassa, FL 34448.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Leroy Arnold.

ARTICLE X. INCORPORATOR

The name and address of the individuals who shall serve as this corporation's incorporator are: Leroy Arnold, 7308 West Longfellow St., Homosassa, FL 34448.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Leroy Arnold Incorporator
Leroy Arnold - Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation is **ARNOLD & SON PAVING, INC.**

2. The name and address of the registered agent and office of the corporation is: **Leroy Arnold, West Longfellow St., Homosassa, FL 34448.**

Dated this ___ day of _____, 1996.

ARNOLD & SON PAVING, INC.

By: *Christopher Lupton*
Christopher Lupton
President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

DATED THIS ___ TH DAY OF _____, 1996.

Leroy Arnold
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAW000055802

Arnold & Son Paving

ASPHALT MAINTENANCE
7308 W. LONGFELLOW ST. • HOMOSASSA, FLORIDA 34448

City/State/Zip Phone #

500002171345--3
-05/08/97--01087--001
*****35.00 *****35.00
Office Use Only

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

- 1. _____ (Corporation Name) (Document #)
- 2. _____ (Corporation Name) (Document #)
- 3. _____ (Corporation Name) (Document #)
- 4. _____ (Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Certified Copy
- 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 checked="" 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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials W-25-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 14, 1997

LEROY ARNOLD
7308 WEST LONGFELLOW ST.
HOMOSASSA, FL 34448

SUBJECT: ARNOLD & SON PAVING, INC.
Ref. Number: P96000055802

We have received your document for ARNOLD & SON PAVING, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 197A00025890

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97 JUN 20 AM 11:13
DIVISION OF CORPORATIONS

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: ARNOLD & SON PAULING, INC.

SECOND: The articles of incorporation were filed on: 8/1/28 1996

THIRD: (CHECK ONE)

- None of the corporation's shares have been issued.
- The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

- A majority of the incorporators authorized the dissolution.
- A majority of the directors authorized the dissolution.

Signed this 6th day of May, 19 97.

Signature LeRoy Arnold
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

LEROY ARNOLD
(Typed or printed name)

Incorporator - Sol. Director
(Title)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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