

**P96000062142**

Luis D. Caballer  
Requestor's Name  
2405 E. Kaley St  
Address  
Orlando, FL 32806  
City/State/Zip  
(407) 896-1122  
Phone #

RECEIVED

JUL 25 AM 9 18

OFFICE OF CORPORATION

800001503888  
-07/25/96--01013--003  
\*\*\*122.50 \*\*\*122.50  
Office Use Only

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

1. MAKUCH GRADING & FILL Corporation  
(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

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96 JUL 25 AM 9:32  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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

**D. BROWN JUL 25 1996**

ARTICLES OF INCORPORATION  
OF  
**MAKUCH GRADING & FILL CORPORATION**

**FILED**  
96 JUL 25 AM 9:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I NAME**

The name of the corporation shall be: **MAKUCH GRADING & FILL CORPORATION**

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE III CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is fifty thousand shares (50,000) of common stock having a par value of \$1.00 per share.

**ARTICLE IV ADDRESS**

The street address of the initial registered office of the corporation shall be:  
2405 E. Kaley Street  
Orlando, Florida 32806  
and the name of the initial Registered Agent for the corporation at that address is Luis D. Caballer.

**ARTICLE V SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

**ARTICLE VI TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE VII LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim

asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Robert S. Makuch  
Luis D. Caballer

The street address for the directors: 1045 Partin Drive, Kissimmee, Florida 34744. The new Board of Director shall be elected according to the By-Laws of the Corporation.

#### ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

Luis D. Caballer  
2405 E. Kaley Street  
Orlando, Florida 32806

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 24 day of July, 1996.

Incorporator:



The foregoing instrument was executed and acknowledged before me at Orlando, County of Orange, State of Florida, this 24 day of July of 1996 by Luis D. Caballer ("Incorporator"), who is personally known to me or who presented his driver license as identification and who affirmed that every thing is true.

(SEAL)

\_\_\_\_\_  
Notary Public  
State of Florida  
My Commission Expires: \_\_\_\_\_

## DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. **MAKUCH GRADING & FILL CORPORATION**, a corporation organizing under the laws of the State of Florida, with its principal office located at 1045 Partin Drive, Kissimmee, Florida 34744.

The Initial Board of Directors has named:  
Luis D. Caballer  
2405 E. Kaley Street  
Orlando, Florida 32806  
as its Agent to accept service of process within this State.

### ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

  
Luis D. Caballer

BEFORE ME, the undersigned authority, this day personally appeared Luis D. Caballer "Registered Agent", at Orlando, County of Orange, State of Florida, who is personally known to me or who presented driver license as identification and deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 24 of July of 1996.

(SEAL)

\_\_\_\_\_  
Notary Public  
State of Florida  
My Commission Expires: \_\_\_\_\_

FILED  
66 JUL 25 AM 9:33  
CLERK OF STATE  
TALLAHASSEE, FLORIDA