

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road, Mount Vernon Square, Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666, Fax (904) 222-1666

WALK IN

PICK UP

9/5/96 2:00 PM

RECEIVED
SEP 5 1996
5 12:30
BUSINESS SYSTEMS

☒ **CERTIFIED COPY**

CUS

☐ **PHOTO COPY**

EFFECTIVE DATE

9-4-96

☒ **FILING**

Articles

1.) L. D. HEARNON, INC.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

400001340004
-03/05/96--01072--012
****122.50 ****122.50

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

RECEIVED
96 SEP -5 PM 12:28
DIVISION OF CORPORATION

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

D. BROWN SEP - 5 1996

EFFECTIVE DATE
1-4-86

ARTICLES OF INCORPORATION

L. D. HEARNDON, INC.

ARTICLE I - NAME

SECRET - FILED
DIVISION OF CORPORATIONS
95 SEP -5 PM 2:30

The name of this corporation is L. D. HEARNDON, INC., and its address is 5675 Micco Road, Unit 1, Micco, FL 32976.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the date of subscription and acknowledgment hereof as provided by Florida Statute 607.0203.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1825 South Riverview Drive, Melbourne, FL 32901, and the name of the initial registered agent of this corporation at that address is Victor S. Kostro, Esq.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Leonard D. Hearndon	5675 Micco Road, Unit 1 Micco, FL 32976

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Leonard D. Hearndon, 5675 Micco Road, Unit 1, Micco, FL 32976.

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XIII AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

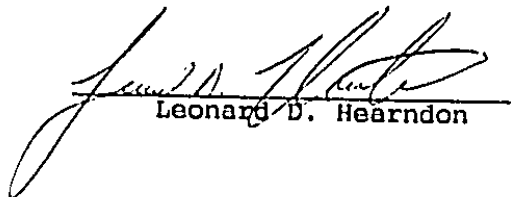
ARTICLE XIV - I.R.C. SECTION 1244 STOCK

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986.

ARTICLE XV - SUBCHAPTER "S" ELECTION

It is the intent of the Incorporator to file the appropriate Subchapter "S" Internal Revenue Code Election (IRS Form 2553) at the Organization Meeting hereof.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ____ day of August, 1996.


Leonard D. Hearndon

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP -5 PM 2:30

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that L. D. HEARNDON, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Micco, County of Brevard, State of Florida, has named Victor S. Kostro, Esq., located at 1825 S. Riverview Drive, Melbourne, FL, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Victor S. Kostro
Victor S. Kostro, Esq.

**CORPORATE
ACCESS,
INC.**

P96000073687

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

WALK IN

PICK UP

12/4/96

CR

File First

☒ **CERTIFIED COPY**

☐ **CUS**

☐ **PHOTO COPY**

☒ **FILING**

Amended

1.) L.D. Hearndon, Inc.
(CORPORATE NAME & DOCUMENT #)

700002025807--8

-12/11/96--01031--011

****175.00 *****87.50

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
(CORPORATE NAME & DOCUMENT #)

7.) _____
(CORPORATE NAME & DOCUMENT #)

8.) _____
(CORPORATE NAME & DOCUMENT #)

9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
RECEIVED
56 DEC -4 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 DEC -4, 11:10:37

"When you need ACCESS to the world"

CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

12-4

L.D. Hearndon, Inc.

Concrete/Masonry Division
8145 Evernia Street, Unit One
Micco, Florida 32076

Telephone 681-684-7772
Fax 681-684-2222

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF L.D. HEARNDON, INC.

FILED
96 DEC -4 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Leonard D. Hearndon, President of L.D. Hearndon, Inc., a Florida Corporation, do hereby certify to the Secretary of State, State of Florida, that on the 12th day of November 1996, the following resolution was approved by a greater than majority of the stockholders, said number of votes cast being sufficient for approval of the Amendment, by Written Consent in Lieu of Meeting, pursuant to the provision of Florida Statutes, Section 607.0704 and direct that this Consent be incorporated into the Minute Book of the Corporation:


RESOLVED, that pursuant to the provisions of the Articles of Incorporation of L.D. HEARNDON, INC., the said Articles of Incorporation are hereby amended by altering Article I in its entirety, so as to read as follows:

ARTICLE I NAME

"The name of this corporation shall be Hearndon Construction, Inc., located at 8145 Evernia Street, #1, Micco, FL 32076."

I DO HEREBY CERTIFY that said resolution has not been altered, amended or rescinded and that it is in full force and effect this 12th day of November 1996.

By: 
Leonard D. Hearndon, President

Attest: 
(Seal)

L.D. Hearndon, Inc.

Concrete/Masonry Division
8145 Evernia Street, Unit One
Mico, Florida 32978

Telephone 501-804-7772
Fax 501-804-2222

**WRITTEN CONSENT OF SHAREHOLDERS
OF
L.D. HEARNDON, INC.**

PURSUANT to the provisions of Florida Statutes, Sections 607.0704 the undersigned, constituting a greater than majority of the shareholders of L.D. HEARNDON, INC., hereby consent to the following action of the corporation and the Board of Directors of the corporation; direct that this consent be incorporated into the Minute Book of L.D. HEARNDON, INC.; and waive any and all notice of any meeting to consider such action:

RESOLVED, that pursuant to the provisions of the Articles of Incorporation of the corporation, the Articles of Incorporation shall be amended by the alteration of Article I to change the name of the corporation to Hearndon Construction, Inc.; and

FURTHER RESOLVED, that the President and/or Secretary of the corporation is hereby authorized and empowered to execute a Certificate of Amendment of the Articles of Incorporation and to file same with the Secretary of State and to take such actions as necessary to effectuate the above resolution.

IN WITNESS WHEREOF, the undersigned hereunto have executed this Written Consent in Lieu of Meeting of Shareholders of L.D. HEARNDON, INC., this 12th day of November 1998.

By: _____

L.D. Hearndon