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UNDERGROUND
UTILITY CONTRACTOR
ENVIRONMENTAL CONTRACTOR
GENERAL CONTRACTOR

**SULLIVAN
BROS. INC.**

2251 Hammondville Road
Suite 202
Pompano Beach, FL 33069

Office Use Only

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

1. Takeoff, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

EFFECTIVE DATE
1-21-97

97 JAN 27 PM 5:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

- ☐ 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 |

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| 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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|---------------------|--|
| Examiner's Initials | |
|---------------------|--|

ARTICLES OF INCORPORATION
OF
TAKEOFF, INC.

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The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I - NAME

The name of the Corporation is as follows:

TAKEOFF, INC.

EFFECTIVE DATE
1-21-97

ARTICLE II - GENERAL PURPOSE

The general purpose for which the corporation is organized is for the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand shares of Common Stock, each having a par value of \$1.00.

Authorized capital stock may be paid in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2471 Post West Blvd., Riviera Beach, FL 33407 and the name of the initial registered agent of this corporation at that address is Joseph M. Burke.

ARTICLE VI - DIRECTORS

The corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one nor more than nine.

ARTICLE VII - INITIAL DIRECTOR

The name and address of the initial director who shall hold office until their successor or successors are elected and have qualified are:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------------|---|
| Joseph M. Burke | 11259 Lakeview Drive Coral Springs, Fl 33071 |
| Sean P. Sullivan | 330 S.E. 13th Avenue Pompano Beach, Fl 33060 |
| Christopher C. Lazzari | 17944 S.W. 10th Court Pembroke Pines, Fl 33029 |

ARTICLE VIII - INCORPORATORS

The names and street addresses of the incorporators of these Articles of Incorporation, are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------------|---|
| Joseph M. Burke | 11259 Lakeview Drive Coral Springs, Fl 33071 |
| Sean P. Sullivan | 330 S.E. 13th Avenue Pompano Beach, Fl 33060 |
| Christopher C. Lazzari | 17944 S.W. 10th Court Pembroke Pines, Fl 33029 |

ARTICLE IX - TRANSACTIONS IN WHICH DIRECTORS ARE INTERESTED

In the event that the corporation enters into contracts or transacts business with one or more of its Directors, or with any firm of which one or more of its Directors are members or employees, or with any other corporation or association of which one or more of its Directors are shareholders, directors, officers

or employees, such contract shall not be invalidated or in anyway affected by the fact that such Director or Directors have or may have interests therein which might be adverse to the interests of the corporation, even though the vote of the Director or Directors having such adverse interests shall have been necessary to obligate the corporation upon such contract or obligation;

PROVIDED, HOWEVER, that in any such case the fact of such interests shall be disclosed to the other Directors or shareholders acting upon or in reference to such contract or transaction. No Director or Directors having disclosed such adverse interests shall be liable to the corporation or to any shareholder or creditor thereof or to any other person for any loss incurred by it under or by any reason of any such contract or transaction, nor shall any such Director or Directors be accountable for any gains or profits realized thereon. PROVIDED, also, that such contract or transaction shall at the time at which it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that, at the time, were fair.

ARTICLE X - INDEMNIFICATION OF DIRECTORS AND OFFICERS

Each Director and officer of the Corporation, whether or not then in office, shall be indemnified by the corporation against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceedings in which he may be involved or to be which he may be made a party by reason of his being or having been a Director or officer of the corporation (said expenses to include attorneys fees and the costs of reasonable settlements made with a view of curtailment of costs of litigation), except in relation to matters as to which he finally shall be adjudged in any such action, suit or proceedings to have been derelict in the performance of his duty, as such officer or Director. Such right of indemnification shall be exclusive of any other rights to which a Director or officer may be entitled under any regulations, agreements, vote of stockholders, or to which he may be entitled as a matter of law, and the rights of indemnification shall insure to the benefit of the heirs, executors and the administrators of any such Director or officer.

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon subscription and acknowledgement of these Articles, except that in the event the Articles are not filed with the Department of State of Florida within five (5) days, exclusive of legal holiday, after subscription and acknowledgement hereof, corporate existence shall begin when these Articles are filed with the Department of State.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to a vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII - CONSENT IN WRITING IN LIEU OF MEETING

Any action that may be taken at a meeting of the stockholders of this corporation may be taken without a formal meeting, if consent in writing setting forth the action shall be signed by all, but not less than all, of the shareholders of the corporation entitled to vote on the action and shall be filed by the Secretary of the Corporation. This consent shall have the same effect as a unanimous vote at a shareholder's meeting. If all of the Directors, severally, or collectively, likewise, consent in writing or writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it has been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, we, the Incorporators have executed these Articles of Incorporation, the 21st day of JANUARY, 1997.

Joseph M. Burke (SEAL)

Sean P. Sullivan (SEAL)

Christopher C. Lazzari (SEAL)

STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared **Joseph M. Burke, Sean P. Sullivan and Christopher C. Lazzari** to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation for the purposes therein designated. All three persons listed above are known personally by me.

WITNESS my hand and seal this 21 day of January, 1997.

Judy M. Sprouse
Notary Public

My Commission Expires:



Judy M. Sprouse
MY COMMISSION # CC556175 EXPIRES
July 13, 2000
BONDED THRU TROY FARM INSURANCE, INC.

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

Joseph M. Burke

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST THAT TAKEOFF, INC. desiring to organize under the
laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation at City of Riviera
Beach, County of Palm Beach, State of Florida has named
Joseph M. Burke, located at 2471 Port West Blvd., Riviera Beach,
Florida, State of Florida, as its agent to accept service of
process within this state.

ACKNOWLEDGEMENT:

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

BY: Joseph M. Burke

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