

*Walker and Harrington*

ATTORNEYS AND COUNSELORS AT LAW  
A Partnership of Professional Associations

JOAN LOBIANCO WALKER  
BRIAN C. HARRINGTON

P97000015680

5538 CENTRAL AVENUE  
ST. PETERSBURG, FLORIDA 33707  
TELEPHONE (813) 381-0070  
FACSIMILE (813) 381-7027

February 10, 1997

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: APP Construction Company, Inc.

600002088436--1  
-02/14/97--01107--018  
\*\*\*122.50 \*\*\*122.50

Dear Sir:

You will find enclosed an original and one copy of Articles of Incorporation of APP Construction Company, Inc. for filing. I have enclosed my trust account check in the amount of \$122.50 which represents filing fee (\$35.00), Registered Agent Designation (\$35.00) and for a certified copy (\$52.50). Please furnish to me the certified copy of the Articles of Incorporation.

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

Thank you for your assistance in this matter.

Yours very truly,

  
JOAN LOBIANCO WALKER

JLW/jmk  
Enclosures

FEB 19 1997

*Walter and Harrington*

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BRIAN C. HARRINGTON

5536 CENTRAL AVENUE  
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February 27, 1997

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

ATTENTION: Beth Register, New Filing Section

RE: APP Construction Company, Inc.  
Document No.: P97000015680

Dear Ms. Register:

Pursuant to our conversation of February 26, 1997, you will find enclosed the original Certificate of Designation, Registered Agent/Office which was inadvertently returned to us.

Thank you for your assistance in this matter.

Yours very truly,

*Janice M. Kersey*  
Janice M. Kersey, Secretary to  
JOAN LOBIANCO WALKER

Enclosure

**ARTICLES OF INCORPORATION  
OF  
APP CONSTRUCTION COMPANY, INC.**

FILED  
97 FEB 14 AM 11:32  
TALLAHASSEE, FLORIDA

**ARTICLE I: NAME**

The name of this Corporation is: **APP CONSTRUCTION COMPANY, INC.**

**ARTICLE II: DURATION**

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

**ARTICLE III: PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV: CAPITAL STOCK**

This Corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

**ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 5536 Central Avenue, St. Petersburg, Florida 33707, and the name of the initial registered agent of this Corporation at that address is: Joan LoBianco Walker, Esquire.

**ARTICLE VI: INITIAL BOARD OF DIRECTORS**

This Corporation initially shall have one (1) Director. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director is:

**Name**

**Address**

Mark Rodriguez

1339 Hillcrest Avenue South  
Clearwater, Florida 34616

The Corporate address is: 3230 Bennett Street North, St. Petersburg, Florida 33713

#### **ARTICLE VII: INCORPORATOR**

The name and address of each person signing these Articles is:

**Name**

**Address**

Mark Rodriguez

1339 Hillcrest Avenue South  
Clearwater, Florida 34616

#### **ARTICLE VIII: PREEMPTIVE RIGHTS**

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of the issue bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

#### **ARTICLE IX: INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ARTICLE X: BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

#### **ARTICLE XI: AMENDMENT**

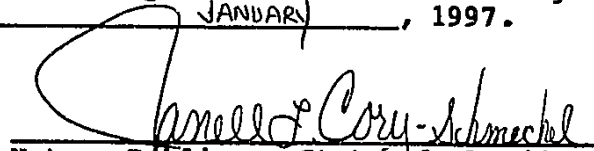
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Incorporation, this 30<sup>TH</sup> day of JANUARY, 1997.

  
MARK RODRIGUEZ  
Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged  
before me this 30<sup>TH</sup> day of JANUARY, 1997.

  
Notary Public - State of Florida  
My Commission Expires:



FILED  
FEB 11 1997  
AM 11:32  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned 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 is: APP CONSTRUCTION COMPANY, INC.
2. The name and street address of the registered agent and office is: JOAN LOBIANCO WALKER, P.A., 5536 Central Avenue, St. Petersburg, Florida 33707.

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.

  
JOAN LOBIANCO WALKER, P.A.  
Registered Agent

FILED  
97 FEB 14 AM 11:33  
TALLAHASSEE, FLORIDA