

P97000030046

TRANSMITTAL LETTER

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

SUBJECT: TOMLINSON CONSTRUCTION ENTERPRISE INC  
(Proposed corporate name - must include suffix)

100002134321--4  
-04/04/97--01115--008  
\*\*\*131.25 \*\*\*131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: ALBERT TOMLINSON  
Name (printed or typed)

7114 MINTWOOD CT  
Address

TAMPA FL 33615  
City, State & Zip

(813) 888 6885  
Daytime Telephone number

FILED  
97 APR -2 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

B. REGISTERED MAR 18 1997  
688, 671

W97-6186



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 18, 1997

ALBERT TOMLINSON  
7114 MINTWOOD CT  
TAMPA, FL 33615

SUBJECT: TOMLINSON CONSTRUCTION ENTERPRISE, INC.  
Ref. Number: W97000006186

We have received your document for TOMLINSON CONSTRUCTION ENTERPRISE, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$131.25. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

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) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 797A00013499

FILED

97 APR -2 PM 2:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
TOMLINSON CONSTRUCTION ENTERPRISE, INC.

ARTICLE ONE - NAME

The name of this corporation is *Tomlinson Construction Enterprise, Inc.*

ARTICLE THREE - PURPOSE

The nature of the business, or objects or purposes proposed to be transacted, promoted or carried on are:

To engage in the ownership, management, marketing, and promotion of a company offering general contracting, renovations, alterations, construction management and construction management and construction consulting services, and any and all attendant services thereto;

To purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire, invest, lease, possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of, trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign, and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market, and in all other ways (whether like or unlike the foregoing), deal in and with property of every kind and character, real, personal or mixed, tangible and intangible, wherever situated and however held, including, but not limited to, money, credits, choses in action, securities, stocks, bonds, warrants, scripts, certificates, debentures,

mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision or agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property (improved and unimproved), and the products and avails thereof, and every character of interest therein and appurtenance thereto, including, but not limited to, mineral, oil, gas, and water rights, all or any part of any going business and its incidents, franchises, subsidiaries, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof;

To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor or otherwise, either alone or in company with others;

To promote or aid in any manner, financially or otherwise, any person, firm, association or corporation, and to guarantee contracts and other obligations;

To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any Government or authority of subdivision or agency thereof;

In general, to engage in any other activity or to carry on any other business in connection with the foregoing within the purposes for which corporations may be organized under the State of Florida General Corporation Act, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, shall be liberally construed in aid of the power of the

corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object, expresses, and the enumeration as to specific powers, but are in furtherance of, and in addition to and not in limitation of said general powers.

#### **ARTICLE FOUR - CAPITALIZATION**

The aggregate number of shares of stock which the corporation shall have the authority to issue shall be one hundred (100) shares of common stock, at a par value of one dollar (\$1) per share.

At any time and from time to time when authorized by resolution of the Board of Directors and without any action by the stockholders, the corporation may issue or sell any shares of its capital stock, whether out of the unissued shares thereof authorized by the Articles of Incorporation of the corporation as originally filed or by any amendment thereof.

The corporation may receive in payment, in whole or in part, for any shares of its stock issued or sold by it, cash, labor done, personal or real property, or leases thereof, and in the absence of actual fraud in the transaction, the judgment of the directors of the corporation as to the value of the labor, property, real estate, or lease thereof so received, shall be conclusive.

#### **ARTICLE FIVE - REGISTERED OFFICE AND REGISTERED AGENT**

The address of the corporation's registered office is 7114 Mintwood Court, Tampa, Florida 33615, and the name of the corporation's registered agent at such address is *Albert L. Tomlinson*.

#### **ARTICLE SIX - INITIAL DIRECTORS**

The number of directors constituting the initial Board of Directors is one (1), and the name(s) and address(es) of the person(s) who are to serve as the initial director(s) and officer(s) are:

<u>Name</u>	<u>Address</u>
<i>Albert L. Tomlinson President</i>	<i>7114 Mintwood Court Tampa, Florida 33615</i>

#### **ARTICLE SEVEN - INCORPORATOR**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
<i>Albert L. Tomlinson President</i>	<i>7114 Mintwood Court Tampa, Florida 33615</i>

#### **ARTICLE EIGHT - PRE-EMPTIVE RIGHTS**

When the Board of Directors so determine, the increased stock provided for by these Articles of Incorporation, and any further increase of the same, or any portion thereof, shall first be offered, at a price determined by the Board of Directors, pro rata to the stockholders of record who may desire to subscribe for such stock.

#### **ARTICLE NINE - FISCAL YEAR**

The fiscal year of this corporation shall commence on January first and end on December thirty-first.

#### **ARTICLE TEN - "S" CHAPTER CORPORATION**

The corporation is authorized to issue one class of stock, and all issued stock shall be held of record by not more than thirty-five (35) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

#### **ARTICLE ELEVEN - TRANSFER OF STOCK**

Shares in the corporation may be transferred to the corporation, to other stockholders of record in the corporation, or to third persons, but any sale or other transfer to a third person must be approved in advance by the Board of Directors.

#### **ARTICLE TWELVE - NONEASSESSIBILITY OF STOCK**

The holders of stock of this corporation shall not be held individually responsible as such for any debts, contracts, liabilities, or engagement of the corporation, and shall not be liable for assessments to restore impairments in the capital of the corporation; nor shall stock of this corporation be liable to assessment for any purpose.

#### **ARTICLE THIRTEEN - BOARD OF DIRECTORS**

The business of the corporation shall be managed and conducted by a board of not less than one (1) and not more than five (5) directors. The Board of Directors shall be elected in the manner set forth in the bylaws. In addition to the powers and authority granted to the directors in these Articles of Incorporation, and in addition to the powers and authority expressly conferred on them by statute, the Board of Directors of the corporation shall have such additional powers and authority, not inconsistent with law, as may be set forth in the bylaws.

**ARTICLE FOURTEEN - AMENDMENT**

The corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation, in the matter consistent with law and in conformity with the provisions set forth in the bylaws.

IN WITNESS HEREOF, I HAVE EXECUTED THESE Articles of  
Incorporation in duplicate on March 6, 1998 <sup>(K)</sup>

  
ALBERT L. TOMLINSON

**STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH**

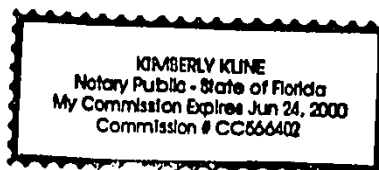
The foregoing Articles of Incorporation was acknowledged this 6 day of  
March, 1998 <sup>(K)</sup> in the State and County set forth above by Albert L. Tomlinson,  
President of the *Tomlinson Construction Enterprise, Inc.*, a Florida corporation, on behalf  
of the corporation. He is to me personally known, did produce identification and did not  
take an oath.

  
\_\_\_\_\_

Notary Public

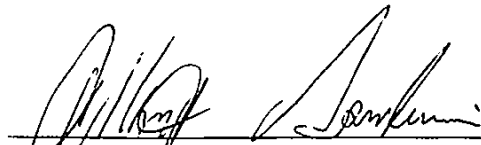
State of Florida at Large

My commission Expires:





I hereby affix my signature below as an Incorporator of *Tomlinson Construction Enterprise, Inc.*

  
ALBERT L. TOMLINSON

#### CERTIFICATE

That *Tomlinson Construction Enterprise, Inc.* desiring to organize under the laws of the State of Florida, with its principal office at 7114 Mintwood Court, City of Tampa, County of Hillsborough, State of Florida 33615, has named Albert L. Tomlinson to accept service of process within this State.

#### ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping designated office open.

  
ALBERT L. TOMLINSON

FILED  
97 APR -2 PM 2:48  
STATE  
TALLAHASSEE, FLORIDA