

P9700006/404  
TRANSMITTAL LETTER

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

**SUBJECT:** Metal Framing & Drywall Services, Inc.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for:

**\$122.50**      **Filing Fee and Certified Copy**

**FROM:** David K. Rone  
812 Kell-Aire Drive  
Destin, FL 32541  
(904) 837-1281  
(904) 882-3148 Ext. 648

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97 JUL 14 PM 8:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUL 15 1997

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**ARTICLES OF INCORPORATION**  
**OF**  
**METAL FRAMING & DRYWALL SERVICES, INC.**

**FILED**  
97 JUL 14 PM 8:52  
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TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this corporation is Metal Framing & Drywall Services, Inc.

**ARTICLE II. DURATION**

This corporation shall exist perpetually, commencing on the date of this filing.

**ARTICLE III. PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon sale for cash of any new stock of this corporation of same kind, class or series as that which he or she already holds, shall have the right to purchase his/her 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 VI. INITIAL REGISTRATION AND AGENT**

The street address of the initial principal office of this corporation is 812 Kell-Aire Drive; Destin, Florida 32541, and the name and address of the initial registered agent of this corporation is David Rone, 812 Kell-Aire Drive, Destin, FL 32541.

## **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 by-laws. The name and address of the initial director of this corporation is David K. Rone; 812 Kell-Aire Drive; Destin, Florida 32541.

## **ARTICLE VIII. INCORPORATORS**

The name and address of the person signing these articles is:

David K. Rone  
812 Kell-Aire Drive  
Destin, Florida 32541

## **ARTICLE IX. BY-LAWS**

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

## **ARTICLE X. SHARES OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

David K. Rone.....1000 Shares

## **ARTICLE XI. INDEMNIFICATION**

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

## **ARTICLE XII. AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

### ARTICLE XIII. RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

### ARTICLE XIV. TAX ARTICLE

It is the intention of this charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code.

  
David K. Rone

### STATE OF FLORIDA COUNTY OF OKALOOSA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared David K. Rone, identified to me by producing a Florida drivers license and who did take an oath, identified to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 11 day July 1997.

  
Notary Public

Commission No. CC-496486  
My Commission Expires: SEPT 18, 1999

Typed Name KEVIN P HENDERSON  
(or Stamp)

KEVIN P. HENDERSON  
Notary Public - State of Florida  
My Commission Expires Sept. 18, 1999  
Commission No. CC 496486

**Certificate Designating Place of Business or Domicile for the Service of Process  
Within this State, Naming Agent upon Whom Process May be Served:**

David K. Rone 812 Kell-Aire Drive Destin, FL 32541

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That Metal Framing & Drywall Services, Inc., a corporation duly organized and existing under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Destin, Florida, has named David K. Rone, as its agent to accept service of process for the above-named corporation at the place designated in this Certificate.

SECOND: Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

David K. Rone  
David K. Rone  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA  
COUNTY OF OKALOOSA**

Sworn to and ascribed before me by David K. Rone who produced a Florida drivers license for identification and who did take an oath, this 11<sup>th</sup> day of July 1997.

Kevin P. Henderson  
Notary Public

Typed Name KEVIN P. HENDERSON  
(or Stamp)

Commission No. CC 496486  
My Commission Expires: SEPT 18, 1999

KEVIN P. HENDERSON  
Notary Public - State of Florida  
My Commission Expires Sept. 18, 1999  
Commission No. CC 496486