

P97000102674

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

EFFECTIVE DATE
12/1/97

400002362814--8
-12/04/97--01055--004
***131.25 ***131.25

SUBJECT: INFRASTRUCTURE, INC.
(Proposed corporate name - must include suffix)

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: THEODORE WILLIAM HUDSON
Name (printed or typed)

204 ESCAMBIA STREET
Address

MILTON, FLORIDA 32570-6776
City, State & Zip

850-623-0066
Daytime Telephone number

FILED
97 DEC -4 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

12/5/97 cm

ARTICLES OF INCORPORATION

EFFECTIVE DATE

12/1/97

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE: INFRASTRUCTURE, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE: 204 ESCAMBIA STREET
MILTON, FLORIDA 32570-6776

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ARTICLE III SHARES

THE TOTAL NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: 1,000 SHARES OF COMMON STOCK OF THE PAR VALUE OF \$1.00 PER SHARE.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT AND OFFICE IS: THEODORE WILLIAM HUDSON
204 ESCAMBIA ST
MILTON, FL 32570-6776

ARTICLE V DIRECTORS

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS TWO AND THE NAMES AND ADDRESS OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE: RICKY WAYNE TOLBERT, CHAIRMAN OF THE BOARD
2997 HOLLEY POINT ROAD
NAVARRE, FL 32566-9506

THEODORE WILLIAM HUDSON, DIRECTOR
5788 HERMITAGE CIRCLE
MILTON, FL 32570-8747

ARTICLE VI OFFICERS

AFTER INCORPORATION, THE INITIAL DIRECTORS SHALL HOLD AN ORGANIZATIONAL MEETING TO COMPLETE THE ORGANIZATION OF THE CORPORATION AND SHALL APPOINT THE FOLLOWING OFFICERS OF THE CORPORATION: RICKY WAYNE TOLBERT, PRESIDENT

2997 HOLLEY POINT ROAD
NAVARRE, FL 32566-9506

THEODORE WILLIAM HUDSON, TREASURER AND SECRETARY
5788 HERMITAGE CIRCLE
MILTON, FL 32570-8747

ARTICLE VII DURATION

THE PERIOD OF TIME OF THE CORPORATION'S DURATION IS PERPETUAL.

ARTICLE VIII SPECIFIED EFFECTIVE DATE OF THE CORPORATION

THE SPECIFIED EFFECTIVE DATE OF THE EXISTENCE OF THE CORPORATION SHALL BE: DECEMBER 1, 1997

ARTICLE IX PURPOSE

Please Note Doyle
(A) TO CARRY ON A GENERAL BUSINESS AND ENGAGE IN THE CONSTRUCTION, REPAIR, MAINTENANCE AND REMODELING OF BUILDINGS, REAL ESTATE AND PUBLIC WORKS OF ALL KINDS INCLUDING THE CONSTRUCTION, REPAIR, MAINTENANCE AND REMODELING OF THE INFRASTRUCTURE OF ANY STATE OR TERRITORY OF THE UNITED STATES OR IN ANY FOREIGN COUNTRY IN CONFORMITY WITH THE LAWS OF SUCH STATE, TERRITORY, OR FOREIGN COUNTRY AND FOR THE IMPROVEMENT OF ANY REAL ESTATE, AND THE DOING OF ANY OTHER BUSINESS AND CONTRACTING WORK INCIDENTAL TO OR CONNECTED WITH SUCH WORK, ACT, ACTIVITIES, PURPOSE OR PURPOSES INCLUDING DEMOLITION AND TO DO AND PERFORM ALL OTHER WORK, ACTS OR ACTIVITIES, USE ANY OR ALL POWER OR POWERS NAMED IN THE "FLORIDA BUSINESS CORPORATION ACT" NECESSARY FOR FULLY ACCOMPLISHING THE PURPOSE OR PURPOSES HEREIN SPECIFICALLY ENUMERATED AND FOR ACCOMPLISHING ANY OTHER LAWFUL PURPOSE OR PURPOSES. THE FOREGOING OR FOLLOWING WORK, ACTS, ACTIVITIES, PURPOSE, PURPOSES, POWER OR POWERS WILL BE INTERPRETED AS EXAMPLES ONLY AND NOT AS LIMITATIONS OR RESTRICTIONS, AND NOTHING THEREIN SHALL BE DEEMED AS PROHIBITING, RESTRICTING OR LIMITING THE CORPORATION FROM ENGAGING IN ANY LAWFUL WORK, ACTS, ACTIVITIES, PURPOSE, PURPOSES, POWER OR POWERS FOR WHICH A CORPORATION MAY BE ORGANIZED UNDER THE GENERAL CORPORATION LAW OF FLORIDA, EXCEPT THAT SPECIAL STATUTES FOR THE REGULATION AND CONTROL OF TYPES OF BUSINESS AND CORPORATIONS SHALL CONTROL WHEN IN CONFLICT HERewith, AS WRITTEN IN S. 607.0301 OF THE "FLORIDA BUSINESS CORPORATION ACT".

(B) TO DO ALL AND EVERYTHING NECESSARY, SUITABLE OR PROPER FOR THE ACCOMPLISHMENT OF ANY OF THE PURPOSES, THE ATTAINMENT OF ANY OF THE OBJECTS, OR THE EXERCISE OF ANY OF THE POWERS HEREIN SET FORTH, EITHER ALONE OR IN CONJUNCTION WITH OTHER CORPORATIONS, FIRMS, OR INDIVIDUALS, AND EITHER AS PRINCIPALS OR AGENTS, AND TO DO EVERY OTHER ACT OR ACTS, THING OR THINGS, INCIDENTAL OR PERTINENT TO OR GROWING OUT OF OR CONNECTED WITH THE ABOVE MENTIONED OBJECTS, PURPOSES, OR POWERS.

(C) TO CONDUCT AND CARRY ON ITS BUSINESS OR ANY BRANCH THEREOF IN ANY STATE OR TERRITORY OF THE UNITED STATES OR IN ANY FOREIGN COUNTRY IN CONFORMITY WITH THE LAWS OF SUCH STATE, TERRITORY, OR FOREIGN COUNTRY, AND TO HAVE AND MAINTAIN IN ANY STATE, TERRITORY, OR FOREIGN COUNTRY A BUSINESS OFFICE OR OTHER FACILITY.

(D) THE CORPORATION HEREBY FORMED SHALL HAVE POWER TO PURCHASE, LEASE, OR OTHERWISE ACQUIRE BY BEQUEST, DEVISE, GIFT, OR OTHER MEANS, AND TO HOLD, OWN, MANAGE, OR DEVELOP, AND TO MORTGAGE, HYPOTHECATE, DEED IN TRUST, SELL, CONVEY, EXCHANGE, OPTION, SUBDIVIDE, OR OTHERWISE DISPOSE OF REAL AND PERSONAL PROPERTY OF EVERY CLASS AND DESCRIPTION AND ANY ESTATE OR INTEREST THEREIN, AS MAY BE NECESSARY OR CONVENIENT FOR THE PROPER CONDUCT OF THE AFFAIRS OF THE CORPORATION, WITHOUT LIMITATION AS TO AMOUNT OR VALUE, IN ANY OF THE STATES, DISTRICTS, OR TERRITORIES OF THE UNITED STATES, AND IN ANY AND ALL FOREIGN COUNTRIES, SUBJECT TO THE LAWS OF ANY SUCH STATES, DISTRICTS, TERRITORIES, OR COUNTRIES.

(E) TO ERECT, CONSTRUCT, MAINTAIN, IMPROVE, REBUILD, ENLARGE, ALTER, MANAGE AND CONTROL, DIRECTLY OR THROUGH OWNERSHIP OF STOCK IN ANY CORPORATION, ANY AND ALL KINDS OF BUILDINGS, HOUSES, OFFICES, SHIPS, WAREHOUSES, FACTORIES, MILLS, MACHINERY, AND PLANTS, AND ANY AND ALL OTHER STRUCTURES AND ERECTIONS THAT MAY AT ANY TIME BE NECESSARY, USEFUL, OR ADVANTAGEOUS FOR THE PURPOSES OF THE CORPORATION.

(F) TO APPLY FOR, PURCHASE, OR BY OTHER MEANS ACQUIRE, HOLD, SELL, ASSIGN, LEASE, OR OTHERWISE DISPOSE OF, AND PROTECT, PROLONG, AND RENEW, WHETHER IN THE UNITED STATES OR ELSEWHERE, ANY PATENTS, PATENT RIGHTS, INVENTIONS, PROCESSES, LICENSES, PROTECTIONS, CONCESSIONS, TRADEMARKS, AND TRADENAMES THAT MAY APPEAR LIKELY TO BE ADVANTAGEOUS OR USEFUL TO THE CORPORATION, AND TO USE AND TURN TO ACCOUNT AND TO MANUFACTURE UNDER OR GRANT LICENSES OR PRIVILEGES IN RESPECT OF THE SAME, AND TO EXPEND MONEY IN EXPERIMENTING ON AND TESTING AND IMPROVING OR SEEKING TO IMPROVE ANY PATENTS, INVENTIONS, OR RIGHTS THAT THE CORPORATION MAY ACQUIRE OR PROPOSE TO ACQUIRE.

(G) TO ACQUIRE ALL OR ANY PART OF THE GOOD WILL, RIGHTS, FRANCHISES, PROPERTY, AND BUSINESS OF ANY PERSON, FIRM, ASSOCIATION, OR CORPORATION ENGAGED IN ANY BUSINESS SIMILAR TO THE BUSINESS OF THIS CORPORATION, AND TO PAY FOR IT IN CASH OR IN STOCK OR OBLIGATIONS OF THE CORPORATION OR OTHERWISE, AND TO HOLD, UTILIZE, ENJOY, AND IN ANY MANNER DISPOSE OF THE WHOLE OR ANY PART OF THE RIGHTS AND PROPERTIES SO ACQUIRED, AND TO ASSUME IN CONNECTION THEREWITH ANY LIABILITIES OF ANY SUCH PERSON, FIRM, ASSOCIATION, OR CORPORATION, AND TO CONDUCT IN A LAWFUL MANNER THE WHOLE OR ANY PART OF THE BUSINESS THUS ACQUIRED.

(H) TO ENTER INTO AND PERFORM ALL MANNER AND KINDS OF CONTRACTS, AGREEMENTS, AND OBLIGATIONS FOR ANY LAWFUL PURPOSE BY OR WITH ANY PERSON, FIRM, ASSOCIATION, CORPORATION, OR GOVERNMENTAL DIVISION OR SUBDIVISION.

(I) TO HIRE AND EMPLOY AGENTS, SERVANTS, AND EMPLOYEES; TO ENTER INTO AGREEMENTS OF EMPLOYMENT AND COLLECTIVE BARGAINING AGREEMENTS; AND TO ACT AS AGENT, CONTRACTOR, TRUSTEE, BENEFactor, OR OTHERWISE, EITHER ALONE OR IN COMPANY WITH OTHERS.

(J) TO PROMOTE AND ASSIST, FINANCIAL OR OTHERWISE, CORPORATIONS, FIRMS, SYNDICATES, ASSOCIATIONS, INDIVIDUALS, AND OTHERS AND TO GIVE ANY GUARANTY IN CONNECTION THEREWITH OR OTHERWISE FOR THE PAYMENT OF MONEY OR FOR THE PERFORMANCE OF ANY OTHER UNDERTAKING OR OBLIGATION.

(K) FROM TIME TO TIME TO APPLY FOR, PURCHASE, OR ACQUIRE BY ASSIGNMENT, TRANSFER, OR OTHERWISE, AND TO EXERCISE, CARRY OUT, AND ENJOY ANY LICENSE, POWER, AUTHORITY, FRANCHISE, CONCESSION, RIGHT, OR PRIVILEGE THAT ANY GOVERNMENT OR AUTHORITY, FEDERAL, STATE, OR LOCAL, OR ANY CORPORATION OR OTHER LEGAL ENTITY MAY BE EMPOWERED TO ENACT, MAKE, OR GRANT, AND TO PAY FOR, AID IN, AND CONTRIBUTE TOWARD CARRYING IT INTO EFFECT AND TO APPROPRIATE ANY OF THE COMPANY'S STOCK, BONDS, AND ASSETS TO DEFRAY THE NECESSARY COSTS, CHARGES, AND EXPENSES THEREOF.

(L) TO ENTER INTO PARTNERSHIP AGREEMENTS AND JOINT VENTURES WITH ANY PERSON, FIRM, ASSOCIATION, OR CORPORATION ENGAGED IN CARRYING ON ANY BUSINESS IN WHICH THE CORPORATION IS AUTHORIZED TO ENGAGE, OR IN CONNECTION WITH CARRYING OUT ALL OF ANY OF THE PURPOSES OF THIS CORPORATION.

(M) TO ACT AS FINANCIAL, COMMERCIAL, OR GENERAL AGENT OR REPRESENTATIVE OF ANY CORPORATION, ASSOCIATION, FIRM, SYNDICATE, OR INDIVIDUAL, AND AS SUCH TO DEVELOP, IMPROVE, AND EXTEND THE PROPERTY, TRADE, AND BUSINESS INTERESTS THEREOF, AND TO AID ANY LAWFUL ENTERPRISE IN CONNECTION THEREWITH.

(N) TO ENDORSE OR GUARANTEE THE PAYMENT OF PRINCIPAL OF, OR INTEREST ON, BONDS, NOTES, OR OTHER EVIDENCES OF INDEBT- INDEBTEDNESS OR OBLIGATIONS, AND TO GUARANTEE THE PERFORMANCE OF ANY OTHER CONTRACTS OR OTHER UNDERTAKINGS IN WHICH THE CORPORATION MAY OTHERWISE BE OR BECOME INTERESTED, OF ANY CORPORATION, ASSOCIATION, PARTNERSHIP, FIRM, TRUSTEE, SYNDICATE, INDIVIDUAL, OR GOVERNMENTAL DIVISION OR SUBDIVISION, DOMESTIC OR FOREIGN, INsofar AS MAY BE PERMITTED BY LAW.

(O) TO BORROW MONEY, AND TO DRAW, MAKE, ACCEPT, ENDORSE, ISSUE, SELL OR OTHERWISE DEAL LAWFULLY IN PROMISSORY NOTES, BILLS OF EXCHANGE, BONDS, DEBENTURES, OR ANY OTHER NEGOTIABLE OR TRANSFERABLE OBLIGATIONS OR INSTRUMENTS FROM TIME TO TIME FOR ANY PURPOSE OF, OR CONCERNING THE BUSINESS OF, THE CORPORATION.

(P) TO SECURE THE PAYMENT OF CORPORATE INDEBTEDNESS BY EXECUTING MORTGAGES, DEEDS OF TRUST, PLEDGES, OR SIMILAR INSTRUMENTS WITH RESPECT TO ALL OR ANY PART OF PROPERTY OF THE CORPORATION, WHETHER NOW OWNED OR TO BE ACQUIRED IN THE FUTURE.

(Q) TO ESTABLISH AND MAINTAIN A FUND TO PROVIDE PENSIONS, PENSION PLANS, PENSION TRUSTS, PROFIT-SHARING PLANS, SHARE BONUS PLANS, SHARE OPTION PLANS, AND BENEFIT OR INCENTIVE PLANS FOR ANY OR ALL OF ITS CURRENT OR FORMER DIRECTORS, OFFICERS, EMPLOYEES, AND AGENTS AND FOR ANY OR ALL OF THE CURRENT OR FORMER DIRECTORS, OFFICERS, EMPLOYEES, AND AGENTS OF ITS SUBSIDIARIES, IF ANY. ALSO TO ESTABLISH AND TO CONTRIBUTE TO GROUP LIFE AND HEALTH INSURANCE PLANS AND ANY OTHER LAWFUL PLAN OR PLANS, PROGRAM OR PROGRAMS, MEMBERSHIP, COMPENSATION OR ANY OTHER LAWFUL BENEFIT OR BENEFITS FOR ANY OR ALL OF THE CURRENT OR FORMER DIRECTORS, OFFICERS, EMPLOYEES, AND AGENTS AND FOR ANY OR ALL OF THE CURRENT OR FORMER DIRECTORS, OFFICERS, EMPLOYEES, AND AGENTS OF ITS SUBSIDIARIES, IF ANY.

ARTICLE X PERSONAL LIABILITY OF SHAREHOLDERS,
DIRECTORS AND OFFICERS

THE IMPOSITION OF PERSONAL LIABILITY ON SHAREHOLDERS, DIRECTORS AND OFFICERS FOR THE DEBTS OF THE CORPORATION SHALL NOT BE MORE THAN THE EXTENT OF THEIR INVESTMENT IN THE CORPORATION OR AT AN ABSOLUTE MINIMUM OF PERSONAL LIABILITY TO PROVIDE THE MAXIMUM OF FINANCIAL PROTECTION TO THE SHAREHOLDERS, DIRECTORS AND OFFICERS AS PRESCRIBED BY LAW, WHICHEVER IS LESS, EXCEPT AS PRESCRIBED BY LAW. THE CONDITIONS OF PERSONAL LIABILITY ON SHAREHOLDERS, DIRECTORS AND OFFICERS SHALL BE THE MOST RESTRICTIVE AND LIMITED AS PRESCRIBED BY LAW, EXCEPT AS PRESCRIBED BY LAW. THE OBJECTIVE BEING TO PROVIDE THE MAXIMUM OF FINANCIAL PROTECTION, WITH THE MINIMUM OF FINANCIAL LOSS, TO SHAREHOLDERS, DIRECTORS AND OFFICERS AS PRESCRIBED BY LAW, EXCEPT AS PRESCRIBED BY LAW.

ARTICLE XI INDEMNITY

THE CORPORATION SHALL INDEMNIFY ITS DIRECTORS, OFFICERS AND EMPLOYEES AS FOLLOWS:

(A) EVERY DIRECTOR, OFFICER, OR EMPLOYEE OF THE CORPORATION SHALL BE INDEMNIFIED BY THE CORPORATION AGAINST ALL EXPENSES AND LIABILITIES, INCLUDING COUNSEL FEES, REASONABLY INCURRED BY OR IMPOSED UPON HIM IN CONNECTION WITH ANY PROCEEDING TO WHICH HE MAY BECOME INVOLVED, BY REASON OF HIS BEING OR HAVING BEEN A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION OR IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR ENTERPRISE, OR ANY SETTLEMENT THEREOF, WHETHER OR NOT HE IS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT AT THE TIME SUCH EXPENSES ARE INCURRED, EXCEPT IN SUCH CASES WHEREIN THE DIRECTOR, OFFICER, OR EMPLOYEE IS ADJUDGED GUILTY OF WILLFUL MISFEASANCE OR MALFEASANCE IN THE PERFORMANCE OF HIS DUTIES; PROVIDED THAT IN THE EVENT OF A SETTLEMENT THE INDEMNIFICATION HEREIN SHALL APPLY ONLY WHEN THE BOARD OF DIRECTORS APPROVES SUCH SETTLEMENT AND REIMBURSEMENT AS BEING FOR THE BEST INTERESTS OF THE CORPORATION.

(B) THE CORPORATION SHALL PROVIDE TO ANY PERSON WHO IS OR WAS A DIRECTOR, OFFICER, EMPLOYEE, OR AGENT OF THE CORPORATION OR IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR ENTERPRISE, THE INDEMNITY AGAINST EXPENSES OF SUIT, LITIGATION OR OTHER PROCEEDINGS WHICH IS SPECIFICALLY PERMISSIBLE UNDER APPLICABLE LAW.

(C) THE BOARD OF DIRECTORS MAY, IN ITS DISCRETION, DIRECT THE PURCHASE OF LIABILITY INSURANCE BY WAY OF IMPLEMENTING THE PROVISIONS OF THIS ARTICLE XII.

ARTICLE XII INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES
OF INCORPORATION IS: THEODORE WILLIAM HUDSON
204 ESCAMBIA ST
MILTON, FL 32570-6776

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF
INCORPORATION THIS FIRST DAY OF DECEMBER, 1997.



SIGNATURE

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED 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: INFRASTRUCTURE, INC.

2. The name and address of the registered agent and office is:

THEODORE WILLIAM HUDSON

(NAME)

204 ESCAMBIA STREET

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

MILTON, FLORIDA 32570-6776

(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

Theodore William Hudson
(SIGNATURE)

12-1-97
(DATE)