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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known).

Calway Construction Inc.

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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

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

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

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5-26  
WS

**ARTICLES OF INCORPORATION  
OF  
CALVARY CONSTRUCTION, INC.**

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THE UNDERSIGNED Subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida; and further agree to the following conditions of said Corporation.

**ARTICLE I: NAME**

The name of the Corporation is: Calvary Construction, Inc.

**ARTICLE II: NATURE OF BUSINESS**

The general nature of the Business to be transacted by this Corporation is to do all things which natural persons and lawful entities might or could lawfully do in the premises and to transact any lawful business for which corporations may be incorporated under the laws of Florida.

**ARTICLE II-A: TRANSFER RESTRICTION**

No stockholder may sell, assign, pledge, encumber, transfer or otherwise dispose, either voluntarily or involuntarily, of any of the shares of the Corporation without first offering such shares for sale to the other stockholders of the Corporation at a price equal to the aggregate par value of such shares. Said stock valuation, and the method of determining same, may be changed or adjusted periodically by unanimous agreement of the stockholders. In respect to any such offer of sale made by a stockholder, each of the other stockholders shall have the right to purchase an equal portion of the shares offered for sale, on a per capita basis. If any stockholder declines to purchase such per capita portion of the

stock offered for sale, any stockholders of the Corporation who wish to purchase said portions shall have the right to do so in equal shares on a per capita basis. The Corporation shall have the right to purchase any shares offered for sale which are not purchased by individual stockholders, and such sale to the Corporation shall be upon the same terms and conditions as the offering to the individual stockholders.

Any offer of sale of corporate stock shall be in writing signed by the stockholder; shall be sent by registered or certified mail to the Corporation at its principal place of business; and shall remain open for acceptance by the individual stockholders, and in the alternative, by the Corporation, for a period of thirty days from the date of mailing. The Corporation shall assure that all stockholders receive timely notice of all such offers of sale. If the individual stockholders and the Corporation fail or refuse within such period to make satisfactory arrangements for the purchase of such shares, at a price determined by the method set forth above, the selling stockholder shall have the right to dispose of his shares as he may see fit. The selling stockholder may elect to receive the purchase price of the shares in such manner as to qualify for installment method treatment under Section 453 of the Internal Revenue Code. However, any promissory notes given to evidence such installment indebtedness shall not be secured by a lien on the stock of the Corporation and shall not bear interest in excess of ten percent per annum.

In the event of the death of any stockholder, the remaining stockholders or, in the alternative, the Corporation, shall have

the right to purchase all shares owned by such decedent stockholder at his death in accordance with the terms and conditions set forth above, and this provision shall be binding upon the heirs, devisees, personal representatives and assigns of each stockholder. If the personal representative of any deceased stockholder obtains an extension of time for paying estate tax under Section 6161 of the Internal Revenue Code, the remaining stockholders who purchase the decedent's stock under the provisions hereof shall be entitled to pay the purchase price of the stock to the personal representative over the period of time allowed for payment of the said estate taxes, with interest not to exceed ten percent per annum on the unpaid balance remaining from time to time, but only in such manner as will be consistent with payment of the estate taxes within the time prescribed by the Secretary of the Treasury.

Each share certificate issued by the Corporation shall have imprinted or stamped thereon the following legend: "These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the Corporation. A copy of such Articles is on file at the principal office of the Corporation."

No portion of the foregoing Article II-A may be amended except by unanimous consent of all stockholders of the Corporation, any provision of Florida law to the contrary notwithstanding.

### **ARTICLE III: CAPITAL STOCK**

The authorized capital stock of this Corporation is ten thousand shares of common stock, each share having a par value of one dollar.

#### ARTICLE IV: INITIAL CAPITAL

The initial capital of said Corporation is six thousand dollars (\$6,000.00). The corporation may issue both voting and non-voting shares in accordance with the Bylaws hereof.

#### ARTICLE V: TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved by action of law.

#### ARTICLE VI: ADDRESS

The initial post office address of this Corporation in the State of Florida is: 6109-D Surbass Road, Youngstown, Florida 32466.

#### ARTICLE VII: DIRECTORS

This Corporation shall have not less than two Directors initially. The number of Directors may be increased or decreased from time to time as the Stockholders desire, in accordance with Bylaws hereof, but at no time shall there be a number less than one.

#### ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the first Board of Directors and officers of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>OFFICE</u>
Douglas Gerald Forehand	4726 S. Lakewood Dr. Panama City, FL 32404	Director	President
Charles F. House, Jr.	6109-D Surbass Rd. Youngstown, FL 32466	Director	Secretary/ Treasurer

#### ARTICLE IX: SUBSCRIBERS

The names and post office addresses of each Subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration paid therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>AMOUNT PAID</u>
Douglas Gerald Forehand	4726 S. Lakewood Dr. Panama City, FL 32404	3,000	\$3,000.00
Charles F. House, Jr.	6109-D Surbass Rd. Youngstown, FL 32466	3,000	\$3,000.00

#### ARTICLE X: REGISTERED AGENT

The Registered Agent is: Charles F. House, Jr., 6109-D Surbass Rd., Youngstown, Florida 32466.

#### ARTICLE XI: 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 stockholders meeting by a majority of the Stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 18<sup>th</sup> day of May, 1998.

Douglas Gerald Forehand  
Douglas Gerald Forehand

Charles F. House, Jr.  
Charles F. House, Jr.

STATE OF FLORIDA  
COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgements, personally appeared Douglas Gerald Forehand and Charles F. House, Jr., who are personally known to me or who have produced the identification specified below, who acknowledged to and before me that they are the persons who executed the foregoing Articles of Incorporation for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State aforesaid this 18<sup>th</sup> day of May, 1998.

  P   To me personally known  
Identified by \_\_\_\_\_  
Issued by \_\_\_\_\_

Mary Lou Maddox  
Notary Public

Printed Name:  
My Commission Expires:  
Commission Number:



MARY LOU MADDOX  
MY COMMISSION # CC-01157 EXPIRES  
August 24, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.



MARY LOU MADDOX  
MY COMMISSION # CC-01157 EXPIRES  
August 24, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

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

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

Calvary Construction, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at Panama City, County of Bay, State of Florida, has named Charles F. House, Jr., 6109-D Surbass Road, Youngstown, County of Bay, 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 hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: \_\_\_\_\_

*Charles F. House, Jr.*  
Charles F. House, Jr.  
Registered Agent

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 26 AM 9:08