

D98000062654

Hernando Accounting & Tax Service, Inc.

5388 Spring Hill Drive  
Spring Hill, FL 34606

July 10, 1998

Division Of Corporations  
FL. Department Of State  
Post Office Box 6327  
Tallahassee, FL. 32314

900002586029--8  
-07/13/98-01022-002  
\*\*\*\*122.50 \*\*\*\*122.50

**EFFECTIVE DATE**  
8-1-98

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 JUL 13 AM 9:39

Dear Secretary Of State:

Enclosed, for filing, is the original *Articles Of Incorporation* of SOLID ROCK CONSTRUCTION, INC. Also included is a check payable to FL. Department of State, in the amount of \$ 122.50, to cover:

\$ 35.00 Filing Fee  
35.00 Registered Agent Designation  
35.00 Certified Copy  
\$ 122.50

Please return the certified copy, as filed, to our office at the address listed herein.

Thanking you, in advance,

*Michael D. Rego*

Michael D. Rego  
President

ARTICLES OF INCORPORATION  
of

SOLID ROCK CONSTRUCTION, INC.

EFFECTIVE DATE  
8-1-98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 13 AM 9:39

WE, THE UNDERSIGNED, HEREBY ORGANIZE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE SAID STATE OF FLORIDA, PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF CORPORATIONS FOR PROFIT:

ARTICLE I - NAME AND PRINCIPLE OFFICE

THE NAME OF THE CORPORATION SHALL BE:

SOLID ROCK CONSTRUCTION, INC.

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE CORPORATION SHALL BE:

1216 DESMOND AVENUE  
SPRING HILL, FL 34608

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY, COMMENCING ON THE FIRST DAY OF AUGUST, 1998.

ARTICLE III - PURPOSE

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA'S GENERAL CORPORATION ACT.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 7,000 SHARES OF \$1.00 PAR VALUE STOCK, WHICH SHOULD BE DESIGNATED "COMMON SHARES."

ARTICLE V - CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION WILL BEGIN SHALL BE \$100.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

1216 DESMOND AVENUE  
SPRING HILL, FL 34608

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

GLENN A. KASPER

#### ARTICLE VII

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY A MAJORITY VOTE OF THE STOCKHOLDERS, BUT IT SHALL NEVER BE LESS THAN ONE.

#### ARTICLE VIII

THE NAMES AND STREET ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE AS FOLLOWS:

GLENN A. KASPER, PRESIDENT/DIRECTOR  
1216 DESMOND AVENUE  
SPRING HILL, FL 34608

CAROLYN L KASPER, SEC./TREAS./DIR.  
1216 DESMOND AVENUE  
SPRING HILL, FL. 34608

#### ARTICLE IX - INCORPORATORS

THE NAME AND STREET ADDRESS OF THE INITIAL SUBSCRIBER SIGNING THESE ARTICLES IS AS FOLLOWS:

GLENN A. KASPER  
1216 DESMOND AVENUE  
SPRING HILL, FL 34608.

CAROLYN L. KASPER  
1216 DESMOND AVENUE  
SPRING HILL, FL. 34608

#### ARTICLE X - AMENDMENT

THE CORPORATION RESERVES THE RIGHT TO AMEND, ADDEND, OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR AN AMENDMENT HERETO, AN RIGHT CONFERRED UPON THE SHAREHOLDER IS SUBJECT TO THIS RESERVATION.

#### ARTICLE XI - BY-LAWS

THE POWER TO ADOPT, ADDEND, AMEND, OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

ARTICLE XII- ADOPTION OF BY-LAWS

A SPECIAL MEETING OF THE SUBSCRIBERS OF THEIR ASSIGNS SHALL BE HELD, UPON THE CALL OF THE PRESIDENT, FOR THE PURPOSE OF COMPLETING THE ORGANIZATION OF THE CORPORATION AND THE ADOPTION OF THE BY-LAWS AND THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY COME BEFORE THE MEETING.

ARTICLE XIII - TERMS OF ISSUING STOCK

STOCK TO BE ISSUED PURSUANT TO THESE ARTICLES OF INCORPORATION SHALL BE ISSUED UNDER THE TERMS, PROVISIONS AND CONDITIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE.

ARTICLE XIV - RESTRICTIONS OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING PERSONS IN THE AMOUNT SET OPPOSITE THEIR NAMES:

GLENN A. KASPER      100 SHARES

CAROLYN L. KASPER      100 SHARES

SHARES HELD BY THE INITIAL SHAREHOLDER LISTED ABOVE MAY NOT BE RESOLD OR OTHERWISE TRANSFERRED TO OTHER PERSONS UNLESS SUCH SHARES ARE FIRST OFFERED TO THE REMAINING SHAREHOLDERS OR TO THIS CORPORATION. THE PRICE AND TERMS AT WHICH, AND THE TIME WITHIN WHICH, SUCH SHARES MAY BE OFFERED AND SOLD SHALL BE FURTHER SPECIFIED BY WRITTEN AGREEMENT AMONG ALL OF THE SHAREHOLDERS AND THIS CORPORATION.

IN WITNESS WHEREOF, WE HAVE HEREUNTO SUBSCRIBED OUR NAME AND AFFIX OUR SEAL TO THESE ARTICLES OF INCORPORATION, ON THIS 9<sup>th</sup> DAY OF July, 1998.

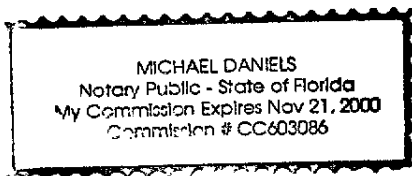
x   
\_\_\_\_\_  
GLENN A. KASPER

x   
\_\_\_\_\_  
CAROLYN L. KASPER

STATE OF FLORIDA  
COUNTY OF HERNANDO

BEFORE ME PERSONALLY APPEARED GLENN A. KASPER & CAROLYN L. KASPER TOME WELL KNOWN AND KNOWN TO ME TO BE THE PERSON(S) DESCRIBED IN AND WHO EXECUTED THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO AND BEFORE ME THAT HE/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 9th DAY OF July 1998



NOTARY PUBLIC  
STATE OF FLORIDA

*Michael Daniels*

PRINT, TYPE OR STAMP  
NAME OF NOTARY PUBLIC

PERSONALLY KNOWN \_\_\_\_\_

OR  
TYPE OF IDENTIFICATION PRODUCED FLDL K 216-281-59-042-0

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 13 AM 9:39

PURSUANT TO CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

SOLID ROCK 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 1216 DESMOND AVENUE, SPRING HILL, COUNTY OF HERNANDO, STATE OF FLORIDA, HAS ACCEPTED GLENN A. KASPER AT THAT ADDRESS, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE FOR PROCESS FOR THE ABOVE NAMED STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF THE SAID ACT RELATED TO KEEPING OPEN SAID OFFICE.

  
\_\_\_\_\_  
GLENN A. KASPER