

Division of Corporations

Page 1 of 1

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)487-6013

From:

Account Name : O'BRIEN, RIEMENSCHNEIDER, KANCILIA & LEMONIDIS, P.A
Account Number : 105204000476
Phone : (407)728-2800 ✓
Fax Number : (407)728-0002

DOMESTICATION
F T F CONSTRUCTION CO.

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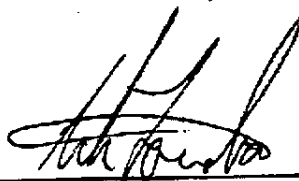
AUDIT NUMBER(((H98000020172 6)))

**CERTIFICATE OF DOMESTICATION
OF
FTF CONSTRUCTION COMPANY, INC.**

I, NICK A. FORNABAIO, do hereby certify that I have been duly elected and qualify and am presently serving as the President of FTF CONSTRUCTION COMPANY, INC., a New York corporation (the "Corporation") and I hereby further certify the following:

1. The Corporation was formed under the laws of the State of New York on January 11, 1982.
2. The name of the Corporation immediately prior to the filing of this Certificate was FTF Construction Company, Inc.
3. The name of the Corporation after filing of Articles of Incorporation with the Florida Secretary of State shall be FTF Construction Company, Inc.
4. Prior to the filing of this Certificate of Domestication, the location of the principal place of business of the Corporation was at 6 Amundsen Lane, in the City of Suffern, in the State of New York.

Dated: October 29th, 1998



Nick A. Fornabaiio, President/Director

Florida Bar #0381195
**O'BRIEN, RIEMENSCHNEIDER,
KANCILIA & LEMONIDIS, P.A.**
1688 WEST HIBISCUS BLVD.
MELBOURNE, FL 32901
(407) 728-2800
(407) 728-0002 (FAX)

AUDIT NUMBER (((H98000020172 6)))

AUDIT NUMBER _____

ARTICLES OF INCORPORATION

FTF CONSTRUCTION COMPANY, INC.

ARTICLE I - NAME

The name of this corporation is FTF CONSTRUCTION COMPANY, INC. located at 849 Carnation Drive, Sebastian, FL 32958.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue two hundred (200) shares of no par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

Florida Bar No. 0381195/516589
O'Brien, Riemenschneider,
Kancilia & Lemonidis, P.A.
1686 West Hibiscus Blvd.
Melbourne, FL 32901
(407)728-2800
(407)728-0002 (FAX)

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AUDIT NUMBER ((H98000020172 6))ARTICLE XI - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

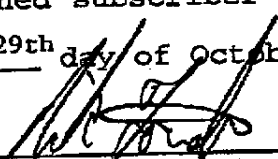
ARTICLE XII - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29th day of October, 1998.



Nick A. FornabaioAUDIT NUMBER ((H98000020172 6))

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that FTF CONSTRUCTION COMPANY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Sebastian, County of Brevard, State of Florida, has named JOHN R. KANCILIA, ESQ., located at 1686 West Hibiscus Blvd., Melbourne, FL 32901, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at the 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.



JOHN R. KANCILIA, ESQ.

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