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FLORIDA PROFIT CORPORATION OR P.A.

S&S BULK HANDLING, INC.

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**ARTICLES OF INCORPORATION
OF
S&S BULK HANDLING, INC.**

The undersigned, for the purpose of forming a corporation for profit under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is S&S Bulk Handling, Inc.

ARTICLE II - Nature of Business

1. The general nature of this business to be transacted by this corporation is:

a) The handling, loading and weighing of bulk materials, which shall include but not be limited to sand, limestone, coal, potash, salt, etc.

b) To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

c) To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

d) To contract debts and borrow money, issue and sell or pledge bonds debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness.

e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

Prepared by: Linda Y. Kelso (FL Bar No. 298662)
Foley & Lardner
P.O. Box 240
Jacksonville, FL 32202
Telephone No. (904)359-2000

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f) To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other state government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

g) To become guarantor or surety for any person, firm or corporation for any purpose or transaction whatsoever.

h) To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the interest of the corporation.

i) To adopt such pension, profit sharing, stock option and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the directors may deem to be in the interest of the corporation.

j) To enjoy all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.

2. The foregoing shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common, with a par value of one dollar (\$1.00) per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE V - TERM

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The address of the principal office of this corporation in the State of Florida is 4018 Retford Drive, Jacksonville, Florida 32225.

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The Board of Directors of this corporation may from time to time move the office to any other place in the State of Florida.

ARTICLE VII - DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws.

ARTICLE VIII - INITIAL DIRECTORS

Wesley Marvin Scoates
4018 Retford Drive
Jacksonville, Florida 32225

Anneliese M. Scoates
4018 Retford Drive
Jacksonville, Florida 32225

ARTICLE IX - INCORPORATORS

The name and address of the incorporator of the corporation are:

Wesley Marvin Scoates
4018 Retford Drive
Jacksonville, Florida 32225

ARTICLE X - OTHER MATTERS

1. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the stockholders is subject to this reservation.

2. The initial Bylaws of this corporation shall be adopted by the Directors. The Bylaws may be amended from time to time by either the Stockholders or the Directors, but the Directors may not alter or amend any Bylaw adopted by the Stockholders.

3. Ownership of stock shall not be required to make any person eligible to hold office either as an officer or Director of this Corporation.

4. The Stockholders may, by Bylaw provision or by Stockholders' Agreement, recorded in the Minute Book, impose such restrictions on the sale, transfer or encumbrance of the stock of this Corporation as they may see fit.

5. Any subscriber or stockholder present at any meeting, either in person or by proxy, and any Director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

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6. Any contract or other transaction between the corporation and one or more of its Directors, or between the corporation and any firm of which one or more of its Directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its Directors are stockholders, members, directors, officers, or employees or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors of the corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve and ratify such contract or transaction by a vote of a majority of the directors present, such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. This selection shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common or statutory law applicable thereto.

7. The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any Director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XI - REGISTERED OFFICE AND REGISTERED AGENT

Wesley Marvin Scoates is hereby designated as Registered Agent of S&S Bulk Handling, Inc., with the Registered Office address located at: 4018 Retford Drive, Jacksonville, Florida 32225, and as its agent, is authorized to accept service of process within the State.

ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any Director, officer or employee or former Director, officer or employee of the corporation or any person who may have served at its request as a Director, officer or employee of any corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such Director, officer or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The corporation may also reimburse to any Director, officer or employee the reasonable cost of settlement of any such action suit or proceeding, if it shall be found by a majority or a committee composed of the Directors not involved in the matter in controversy (whether or not a quorum) that it was in the best interests of the corporation that such settlement be made and that such Director, officer or

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employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusively of any other rights to which such Director, officer or employee may be entitled under any Bylaw, agreement, vote of stockholders or otherwise.

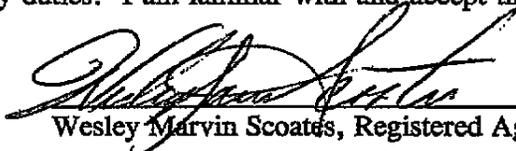
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23 day of November, 1998.


Wesley Marvin Scoates,
Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation, I, Wesley Marvin Scoates, agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of a registered agent.


Wesley Marvin Scoates, Registered Agent

Dated: November 23, 1998

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