

TRANSMITTAL LETTER

P98000108437

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

500002725835--4

-12/30/98--01023--007

\*\*\*\*131.25 \*\*\*\*\*87.50

SUBJECT: American Petroleum Systems, 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: John Kenneth Barnes  
Name (Printed or typed)

6608 Highway 20  
Address

Youngstown, Florida 32466  
City, State & Zip

850-722-9897  
Daytime Telephone number

FILED  
98 DEC 30 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROOK DEC 31 1998

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

# **ARTICLES OF INCORPORATION OF AMERICAN PETROLEUM SYSTEMS, INC.**

*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 this Corporation is: American Petroleum Systems, Inc.

## **ARTICLE II**

### **ADDRESS OF THE PRINCIPAL OFFICE**

The initial place of business and mailing address of this corporation shall be: 6608 Highway 20 - Youngstown, Florida 32466.

## **ARTICLE III - DURATION**

The corporation shall have perpetual existence. In accordance with F.S. section 607.023, the date when existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation by the Department of the State of Florida, Division of Corporations.

## **ARTICLE IV - PURPOSE**

The objects and purposes of the corporation and the general nature of the business or businesses to be transacted shall be as follows:

1. To engage in the business of construction.
2. To engage in all other lawful businesses.
3. To make and enter into all contacts necessary and proper for the conduct of its business or businesses.

In general, this corporation shall have and exercise all the powers conferred by the laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing tally of specific powers shall not be held to limit or restrict in any manner such general powers.

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## **ARTICLE V - CAPITAL STOCK**

The capital stock of the corporation shall consist of 1,000 shares of common stock with a \$1.00 par value - divided as follows.

John Kenneth Barnes shall own 600 shares  
6608 Highway 20  
Youngstown, Florida 32466

Martha L. Barnes shall own 400 shares  
6608 Highway 20  
Youngstown, Florida 32466

## **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The business of the corporation shall be conducted by a Board of not less than one director. The name and address of the initial director(s) is:

John K. Barnes  
6608 Highway 20  
Youngstown, Florida 32466

## **ARTICLE VII - INITIAL OFFICERS**

The officers of the corporation shall be determined by the Board of Directors. The corporation shall have a President, a Secretary and a Treasurer. If deemed necessary by the Board, the number of Vice Presidents may be fixed by the Board of Directors from time to time. Until the first meeting of the Board of Directors, the following shall be the officers of the corporation:

President: John K. Barnes

6608 Highway 20  
Youngstown, FL 32466

Vice President: Same as above

Secretary: Same as above

Treasurer: Same as above

## **ARTICLE VIII - MEETINGS**

The annual meeting of the stockholders shall be held on the tenth day of January, each year, or at such other time as may be fixed by the By-Laws, at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be conducted.

The officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board which is to be held annually immediately following the stockholders' meeting.

The time, place and manner of calling meetings of the stockholders or directors shall be fixed in the By-Laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of such other officers and agents as the Board may deem advisable and proper, and may take such action not inconsistent with the Articles of Incorporation, and the By-Laws of the corporation and the Laws of the State of Florida, as business of the corporation.

### ARTICLE IX - BYLAWS

A special meeting of the subscribers shall be held, upon the call of the President , for the purpose of completing the organization of the corporation and the adoption of the initial bylaws and the transaction of such other business as may be desired. The power to alter, amend or appeal the bylaws or adopt new bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

### ARTICLE X

#### INITIAL REGISTERED AGENT AND OFFICE

The name of the registered agent of the Corporation shall be John K. Barnes and of the initial registered office of this Corporation is 6608 Highway 20 - ~~Deltona, Florida 32724~~ <sup>Youngstown, FL 32466 *ms*</sup>

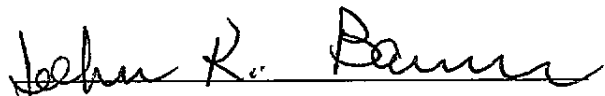
### ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and right conferred upon the shareholder is subject to this reservation.

### ARTICLE X - INCORPORATOR

The name and street address of the incorporator is John Kenneth Barnes 6608 Highway 20 Youngstown, Florida 32466.

In witness whereof, the undersigned has executed these Articles of Incorporation the 27 day of Dec., 1998

  
John K. Barnes/Incorporator

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 27 day of Dec, 1998 by John K. Barnes of American Petroleum Systems, Inc., a Florida Corporation, on behalf of the Corporation. He is personally known to me has produced identification Dr. Lin.  
(type of identification)

(Notarial Seal)



Kimberly Pettis  
Notary Public, State of Florida

#### CONSENT OF REGISTERED AGENT

*Having been named as registered agent and to accept service of process for American Petroleum Systems, Inc. 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*

John K. Barnes

John K. Barnes  
Registered Agent for American Petroleum Systems, Inc.  
6608 Highway 20 - Youngstown, Florida 32466

12-27-98  
Date

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