

# P99000002888

Requestor's Name	
FROM	BAY AREA SALES & MARKET
	STE U
	9225 ULMERTON
LARGO	FL 33771
MAKESHIA N. EIDR 813 586-2336	

200002735392--7  
-01/08/99-01104-019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

Walk in       Pick up time \_\_\_\_\_       Certified Copy  
 Mail out       Will wait       Photocopy       Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

99 JAN-8 PM 3:35  
SPECIAL AGENT OF STATE  
TALLAHASSEE, FLORIDA

FILED

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

B. BROOK JAN 11 1999

ARTICLES OF INCORPORATION  
OF  
HENRY KYLE CONTRACTOR INC.

ARTICLE I- NAME

THE NAME OF THIS CORPORATION SHALL BE HENRY KYLE CONTRACTOR INC.

ARTICLE II – COMMENCEMENT & DURATION

THE COMMENCEMENT OF THIS CORPORATION'S EXISTENCE SHALL BE THE TIME OF THE FILING OF THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE. THIS CORPORATION'S DUARATION SHALL BE PERPETUAL.

ARTICLE III- PURPOSE

THIS CORPORATION IS BEING ORGANIZED FOR THE PURPOSE OF ENGAGING IN TRANSACTION OF ANY AND ALL BUSINESS ACTIVITIES PERMITTED UNDER THE LAWS OF FLORIDA AND THE United States of America.

ARTICLE IV- CAPITAL STOCK

THIS CORPORATION SHALL HAVE THE AUTHORITY TO ISSUE 1000 TEN DOLLAR (\$10.00) PER VALUE SHARES OF COMMON CAPITAL STOCK.

ARTICLE V- PREEMPTIVE RIGHTS

EVERY SHARE HOLDER, UPON THE SALE FOR CASH BY THIS CORPORATION OF ANY SHARES OF NEW CAPITAL STOCK OF THE SAME KIND, CLASS, OR SERIES, AS THAT WHICH THE SHARE HOLDER ALREADY HOLDS, SHALL HAVE THE PREEMPTIVE RIGHT TO PURCHASE A PRO RATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT THE ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH SUCH SHARES ARE OFFERED TO OTHERS.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VI- TRANSFER RESTRICTIONS

NO SHARE HOLDER SHALL HAVE THE RIGHT TO SELL, ASSIGN, PLEDGE, ENCUMBER, TRANSFER, OR OTHERWISE DISPOSE OF ANY SHARES THE CAPITAL STOCK OF THIS CORPORATION, WITHOUT FIRST OFFERING SUCH SHARES FOR SALE TO THIS CORPORATION AT THE NET ASSET VALUE THEREOF. SUCH OFFER SHALL BE IN WRITING, SIGNED BY THE SHARE HOLDER, SENT BY REGISTERED OR CERTIFIED MAIL TO THIS CORPORATION AT ITS REGISTERED OFFICE ADDRESS, AND OPEN FOR ACCEPTANCE BY THIS CORPORATION FOR A PERIOD OF FIFTEEN DAYS (15) FROM THE DATE OF MAILING. IF THIS CORPORATION FAILS OR REFUSES, WITHIN SUCH PERIOD, TO MAKE SATISFACTORY ARRANGEMENTS FOR THE PURCHASE OF SUCH SALES, THE SHARE HOLDER SHALL HAVE THE RIGHT TO DISPOSE OF SUCH SHARES WITHOUT ANY FURTHER RESTRICTIONS. ON THE DEATH OF ANY SHARE HOLDER, THIS CORPORATION SHALL HAVE THE RIGHT TO PURCHASE ANY SHARES OF CAPITAL STOCK OF THIS CORPORATION OWNED BY THE SHARE HOLDER IMMEDIATELY PRIOR TO THE SHARE HOLDER'S DEATH, ON THE TERMS SET FORTH ABOVE, AND THIS PROVISION SHALL BE BINDING UPON THE PERSONAL REPRESENTATIVE OF THE SHARE HOLDER. EACH STOCK CERTIFICATE ISSUED BY THIS CORPORATION SHALL CARRY THE FOLLOWING LEGEND:

"THESE SHARES ARE HELD SUBJECT TO CERTAIN TRANSFER RESTRICTIONS IMPOSED BY THIS CORPORATION'S ARTICLES OF INCORPORATION, A OF WHICH IS ON FILE AT THIS CORPORATION'S PRINCIPAL OFFICE."

## ARTICLE VII- INITIAL BOARD OF DIRECTORS

THE NUMBER OF DIRECTORS ON THIS CORPORATION'S INITIAL BOARD OF DIRECTORS SHALL BE ONE (1). THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME, AS PROVIDED IN THIS CORPORATION'S BY LAWS, BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF EACH INDIVIDUAL WHO SHALL SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS:

ROBERT ELDER  
9225 ULMERTON RD. #U  
LARGO, FL 33771

## ARTICLE VIII- INDEMNIFICATION

THIS CORPORATION SHALL INDEMNIFY ANY OFFICER, DIRECTOR, EMPLOYEE, OR AGENT, TO FULL EXTENT PERMITTED BY LAW.

## ARTICLE IX- PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE AND AGENT

THE NAME OF THE INDIVIDUAL WHO SHALL SERVE AS THIS CORPORATION'S INITIAL REGISTERED AGENT AND THE ADDRESS OF THIS CORPORATION'S PRINCIPAL OFFICE AND THE ADDRESS OF THIS CORPORATION'S INITIAL REGISTERED OFFICE SHALL BE:

ROBERT ELDER  
9225 ULMERTON RD. #U  
LARGO, FL 33771

## ARTICLE X- INCORPORATOR

THE NAME AND ADDRESS OF THE INDIVIDUAL WHO SHALL SERVE AS THIS CORPORATION'S INCORPORATOR IS:

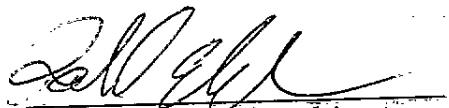
BAY AREA SALES & MARKETING, INC.  
9225 ULMERTON RD  
SUITE U  
LARGO, FL 33771

## ARTICLE XI- AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERE TO. ANY RIGHTS CONFERRED UPON THE SHAREHOLDERS SHALL BE SUBJECT TO THIS RESERVATION.

### DESIGNATION OF RESIDENT AGENT

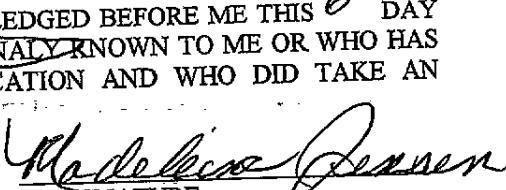
I HEREBY ACCEPT MY DESIGNATION AS RESIDENT AGENT AND AGREE TO SERVE AS THE RESIDENT AGENT OF HENRY KYLE CONTRACTOR, INC.



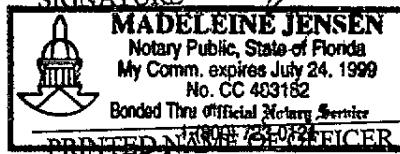
Robert F. Elder/ Registered Agent

STATE OF FLORIDA  
COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 6<sup>th</sup> DAY OF JANUARY 1999, BY ROBERT ELDER, WHO IS PERSONALLY KNOWN TO ME OR WHO HAS PRODUCED \_\_\_\_\_ AS IDENTIFICATION AND WHO DID TAKE AN OATH.



SIGNATURE

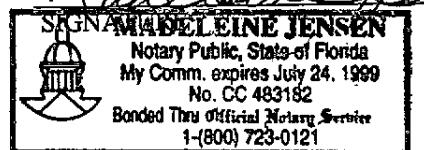


I, BAY AREA SALES & MARKETING, INC., THE UNDERSIGNED, BEING THE INCORPORATOR OF THIS CORPORATION, HAVE EXECUTED THESE ARTICLES OF INCORPORATION ON THIS DAY OF JANUARY 1999.

*Malisha N. Elder*  
MAKESHA N. CURRAN-ELDER

STATE OF FLORIDA  
COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT WAS AKNOWLEDGED BEFORE ME THIS 6<sup>th</sup> DAY OF JANUARY 1999, BY MAKESHA N. CURRAN-ELDER, WHO IS PERSONALLY KNOWN TO ME OR WHO HAS PRODUCED \_\_\_\_\_ AS IDENTIFICATION AND WHO DID TAKE AN OATH.



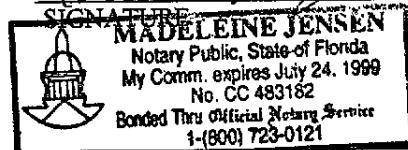
PRINTED NAME OF OFFICER  
NOTARY PUBLIC  
MY COMMISION EXPIRES:

I, BAY AREA SALES & MARKETING, INC., THE UNDERSIGNED, BEING THE INCORPORATOR OF THIS CORPORATION, HAVE EXECUTED THESE ARTICLES OF INCORPORATION ON THIS DAY OF JANUARY 1999.

*Robert Elder*  
ROBERT ELDER

STATE OF FLORIDA  
COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT WAS AKNOWLEDGED BEFORE ME THIS 6<sup>th</sup> DAY OF JANUARY 1999, BY ROBERT ELDER, WHO IS PERSONALLY KNOWN TO ME OR HAS PRODUCED \_\_\_\_\_ AS IDENTIFICATION AND WHO DID TAKE AN OATH.



PRINTED NAME OF OFFICER  
NOTARY PUBLIC  
MY COMMISION EXPIRES:

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SECRETARY OF STATE  
ALLIANCE HASSEE, FLORIDA