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A & S Building Construction & Estimating, Inc.
27345 Senator Drive
Punta Gorda, FL 33955

DEAR CORPORATION DIVISION:


800002917618--9
-06/28/99--01133--006
*****73.50 *****73.50

Please find enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation.
2. A money order in the amount of **\$73.50** and one in the amount of **\$49.00** - **totaling \$122.50** is enclosed for the **filing fee** and a **Certified Copy**.

Please send responses or receipts concerning this filing to the above address.

Thank you very much.


 Anthony F. Samataro
 Incorporator

Telephone: (941) 505-2840

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*****49.00 *****5.25

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ajc 6/30

ARTICLES OF INCORPORATION
OF
A & S Building Construction & Estimating, Inc.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of incorporation for the purpose of forming a for-profit corporation.

ARTICLE 1. The name of the Corporation is:

A & S Building Construction & Estimating, Inc.

ARTICLE 2. The principal place of business and mailing address of this corporation is:

**27345 Senator Dr.
Punta Gorda, Florida 33955**

ARTICLE 3. The corporation is organized for the purpose of remodeling both commercial and residential properties and estimating and preparation of bids for construction.

ARTICLE 4. The corporation is authorized to issue one class of stock, that being 500 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE 5. The name and address of the corporation's initial registered agent is:

**Anthony F. Samataro
27345 Senator Dr.
Punta Gorda, Florida 33955**

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TALLAHASSEE, FLORIDA

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ARTICLE 6. The name and street address of the incorporator of this corporation is:

**Anthony F. Samataro
27345 Senator Dr.
Punta Gorda, Florida 33955**

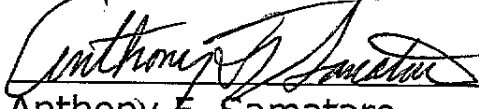
ARTICLE 7. The corporation shall have one director initially. The number may be either increased or decreased from time to time by amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation is:

**Anthony F. Samataro
27345 Senator Dr.
Punta Gorda, Florida 33955**

ARTICLE 8. No director shall be held liable to the corporation or its shareholders for monetary damages due to breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

ARTICLE 9. The initial officers of this corporation shall be President, Vice-President, Secretary, and Treasurer.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.



Anthony F. Samataro
Incorporator

Date: 6-19-99

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day before me, a Notary Public duly licensed to take acknowledgements in the State and County aforesaid, personally appeared, **Anthony F. Samataro**, to me known to be the person described as subscriber in **A & S Building Construction & Estimating, Inc.** and who executed the foregoing Articles of Incorporation, who produced Florida Drivers License No. **S536006704210**, and acknowledged before me that he subscribed to those Articles Of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 19 day of June 1999.



Notary Public

My Commission Expires:

Feb 19, 2001

CERTIFICATE OF DESIGNATION

OF

REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to section 607,0501 of The Florida Business Corporation Act, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida:

A & S Building Construction & Estimating, Inc.

1. The name and address of the corporation's registered agent and registered office is:

**Anthony F. Samataro
27345 Senator Drive
Punta Gorda, Florida 33955**

Having been named as the registered agent and to accept service of process for the above 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.



Anthony F. Samataro, Registered Agent

6-19-99

Date

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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