

OFFICE USE ONLY (Document #)

LEZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

500002912095--8

-06/22/99-01048-023

*****78.75 *****78.75

OFFICE USE ONLY

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

1. ~~UNDERGROUND LIFE, INC.~~
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2.00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 22, 1999

LAZARUS

MIAMI, FL

SUBJECT: UNDERGROUND LIFE, INC.
Ref. Number: W99000014534

We have received your document for UNDERGROUND LIFE, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 799A00033244

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF UNDERGROUND LIFE SERVICES, INC.

The undersigned, acting as incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is UNDERGROUND LIFE SERVICES, INC. principal place of business and mailing address of this corporation is 14797 S.W. 171ST Avenue
Indiantown, FL 34956
2. The period of duration of the corporation is perpetual.
3. The general purposes for which the corporation is organized are:
 - a. To engage in the business of Construction.
 - b. To transact any other lawful business for which corporations may be incorporated under the laws of the State of Florida or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxilliary to the foregoing business.
4. The aggregate number of shares that the corporation shall have authority to issue is Five Hundred (\$500) shares of Capital Stock. Such shares shall be of single class and shall have a par value of One Dollar (\$1.00) per share. The holders of the outstanding capital stock of the corporation shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. None of the Shares of the Corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida and is an active member of the Florida Bar in good standing.
5. The street address of the initial registered agent of the corporation is 14797 S.W. 171ST Avenue, Indiantown, FL 34956 and the name of its initial registered agent at such address is Madsen Caudio.
6. The business of the corporation shall be managed and conducted by a

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

board of directors of not less than one nor more than that number of directors provided for in the bylaws. The board of directors shall be elected in the manner set forth in the bylaws. The board of directors shall be elected in the manner set forth in the bylaws and need not be shareholders of the corporation. The names and addresses of the persons who shall serve as the initial directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are:

Name: Madsen Caudio
Address: 14797 S.W. 171ST Avenue
Indiantown, FL 34956

7. The names and addresses of the initial incorporators, are:

Name: Madsen Caudio
Address: 14797 S.W. 171ST Avenue
Indiantown, FL 34956

8. Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, a par value thereof, a pro rata portion of such of the shares of the stock of the corporation as may be issued or sold for money, property or services, from time to time, and whether or not of unissued authorized shares as provided for in the original articles of incorporation or any amendment thereto or out of stock acquired by the corporation after issuance thereof.

9. An affirmative vote of 51% of all issued shares of the corporation shall be required for any shareholder action. An affirmative vote of 51% of the board of directors shall be required for any action of the board of directors.

10. The corporation shall have and exercise all powers now or hereafter conferred by the laws of the State of Florida upon corporations.

11. In the event a shareholder desires to sell his or her shares of stock, same must first be offered for sale to the remaining shareholders upon the same price, terms and conditions as offered to a third party. This restriction shall not apply in the event the shareholder is a natural person and intends to sell or transfer his or her shares to an immediate member of the shareholders family. Nor shall this restriction apply to a corporate shareholder in the event

said corporate shareholder intends to sell or transfer its shares to its own shareholders.

12. The corporate existence shall commence upon the date of subscription and acknowledgment of the articles of incorporation are filed by the Department of State within 5 (five) days, exclusive of legal holidays, after such date. Otherwise, corporate existence shall commence upon the filing of the articles of incorporation by the Department of State.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these articles of incorporation this 24th day of May 1999.

Having been named as registered agent and to accept the service.


MADSEN CAUDIO
INCORPORATOR/REGISTERED AGENT

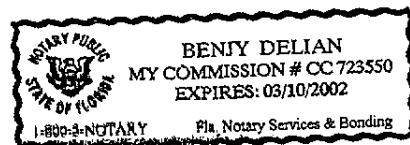
STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me the undersigned authority, personally appeared Madsen Audio who is to me well known to be the person(s) described in and who subscribe the above articles of incorporation, and she did freely and voluntarily acknowledge before me according to law that he made and subscribe the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Dade in said county and State this 24th day of May 1999.

My commission expires:


NOTARY PUBLIC
STATE OF FLORIDA



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SECRETARY OF STATE
TALLAHASSEE FLORIDA