RABINDNACCOUNTING ERVICE 2335 E. Baldwin Rasi Panama City, Florida 32405 Member: National Society of Accounts

Michael Robinson
Enrollment To Practice
Before The
Internal Revenue Service

W. Ralph Robinson Enrollment to Practice Before The Internal Revenue Service

September 30, 1999

Florida Department of State Division of Corporation P. O. Box 6324 Tallahassee, FL 32314 000003004540--5 -10/04/99--01112--017 ******70.00 ******70.00

Please find enclosed the Articles of Incorporation for Emerald Coast Concrete & Framing, Inc. and check number 2261 for the following fees:

Filing Fees 35.00 Registered Agent Designation 35.00

After processing please forward to:

Robinson Accounting Service c/o Michael Robinson 2335 E. Baldwin Road Panama City, FL 32405 10-1-99

Yours truly,

Michael Robinson, E. A.

DCC. EXAM

Telephone: (850) 769-7110 - (850) 769-2331 Fax: (850) 769-0269 email: mrobactsvc@aol.com

ARTICLES OF INCORPORATION

 \mathbf{OF}

EMERALD COAST CONCRETE & FRAMING, INC.

The undersigned subscribers as to these Articles of Incorporation, natural persons competent to contract, hereby subscribe to and form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is EMERALD COAST CONCRETE & FRAMING, INC.

ARTICLE II - PURPOSE

The purposes for which the Corporation is organized are:

- (a) To engage in all lawful business activities.
- (b) To have perpetual succession by its corporate name unless a limited period of duration is stated in it Articles of Incorporation.
- (c To sue and be sued, complain, and defend its corporate name in all actions or proceedings.
- (d) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (e) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (f) To lend money to and use its credit to assist its officers and employees in accordance with Florida Statutes Section 607.0833.
- (g) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (h) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district,

or municipality or of any instrumentality thereof.

- (i) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (j) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (k) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the laws of Florida within or without that state.
- (l) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.
- (m) To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of Florida, for the administration and regulation of the affairs of the Corporation.
- (n) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (o) To transact any lawful business which the Board of Directors or Shareholders shall find will be in aid of governmental policy.
- (p) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of the Corporation and its subsidiaries.
- (q) To be promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.
 - (r To have and exercise all powers necessary or convenient to effect it purposes.
- (s) To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have	
outstanding at any time is one thousand (1,000) shares of common stock, each share	
having the par value of one dollar (\$1.00).	
Authorized capital stock may be paid for in cash, services or property, at a just value to	
be fixed by the Board of Directors or Shareholders of this Corporation at any regular or	
special meeting.	
ARTICLE IV - INITIAL CAPITAL	
The amount of capital with which this corporation shall begin business is one hundred	•
dollars (\$100.00).	
ARTICLE V - TERM OF EXISTENCE	
The corporation shall have perpetual existence commencing October 1, 1999.	· ————
ARTICLE VI - ADDRESS	
The initial street address of the principal office of this corporation is 6826 Forsythe Drive,	
Callaway, Florida 32404.	-
ARTICLE VII - DIRECTORS	- 1
The corporation shall be managed by the stockholders of the corporation rather than by	

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

a board of directors.

ARTICLE IX - SPECIAL PROVISIONS

This corporation is initially intended to qualify under the requirement of the Internal Revenue Code as a Small Business Corporation. Such actions as are necessary may be taken by the appropriate officers and stockholders to effect such qualification.

ARTICLE X - SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation, the number of shares of stock each is to take, and the value of the consideration thereof is:

NAME	ADDRESS	SHARES	CONSIDERATION	
Jeremy J. Millirons	6826 Forsythe Drive Callaway, FL 32404	50	50.00	
Tom Millirons	6826 Forsythe Drive Callaway, FL 32404	50	50.00	

ARTICLE XI - BYLAWS

The power to adopt, alter, amend and/or repeal bylaws shall be vested in the shareholders.

ARTICLE XII - CALLING OF SPECIAL MEETING

Special meeting of shareholders may be called by any shareholder.

ARTICLE XIII - AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provisions

herein contained in these Articles of Incorporation, the manner now or hereafter prescribed

by law, and all rights, powers, privileges and discretion granted or conferred upon

stockholders or directors herein are granted subject to this reservation.

IN WITNESS THEREOF, we have set our hands and seals, acknowledged and filed	
the foregoing Articles of Incorporation under the laws of the State of Florida,	÷
this 29th day of September 1999.	A ^{rt} V
Jewy (SEAL)	
STATE OF FLORIDA COUNTY OF BAY	
BEFORE ME personally appeared <u>Jeremy J. Miurods</u> who executed the foregoing Articles of Incorporation and acknowledged before me that the same were executed for the purposes and intents therein expressed.	ng
WITNESS MY hand and official seal in the county and state named above this 29th day of September, 1999.	
Linda E. Beil MY COMMISSION # CC766656 EXPIRES August 11, 2002 RONDED THE THEY THEY THEN INSURANCE INC	
Notary Public, My Commission Expires:	
Personally known or produced identification Type of Identification produced	

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First—That EMERALD COAST CONCRETE & FRAMING, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Callaway, County of Bay, State of Florida, has named Michael Robinson, located at 2335 E. Baldwin Road, Panama City, Florida 32405 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

(Registered Agent)

This instrument prepared by:

Michael Robinson 2335 E. Baldwin Road Panama City, FL 32405 99 OCT -4 PN 3: 15
SECRETAL CONTRACTOR