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September 27, 1999

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Florida Department of State
Katherine Harris
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed are the Articles of Incorporation for ^{Dale}Martin Construction Company, Inc. We have also enclosed a check in the amount of \$122.50 to cover the costs of filing. Please return the Articles to:

^{Dale}Martin Construction Company, Inc.
195 Stevens Lane
Naples, FL 34114

Sincerely,

Dale Martin

FILED
99 NOV -3 AM 7:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
11-3-99
8



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 21, 1999

DALE MARTIN
195 STEVENS LANE
NAPLES, FL 34114

SUBJECT: MARTIN CONSTRUCTION COMPANY, INC.
Ref. Number: W99000024261

We have received your document for MARTIN CONSTRUCTION COMPANY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 799A00050695

ARTICLES OF INCORPORATION

FOR

Dale Martin Construction Company, Inc.

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SECRETARY OF STATE
FLORIDA

The undersigned does hereby agree to become a corporation for profit under the provisions of Chapter 607, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on corporations pursuant to the provisions thereof, and does hereby make, subscribe, certify, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I - NAME

Dale Martin Construction Company, Inc.
The name of the Corporation is ~~Martin Construction Co., Inc.~~

ARTICLE II - DURATION

The term of existence of the Corporation is perpetual.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by said corporation shall be and is as follows:

- A. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state and political body.
- B. To establish and maintain offices for any and all operations of this corporation at such places to be determined by the directors, wheresoever the same may be located.
- C. To purchase, lease, hire, or otherwise acquire, to hold, own, maintain, improve, alter, and to sell, rent, convey, mortgage, or otherwise dispose of real estate and personal property, and any interest herein or out of this State, and elsewhere in the United States or any of its territories, or in any foreign country.

D. To borrow or raise moneys for any of the purposes of the corporation, and from time to time, without limit as to amount, to draw, make, accept, endorse and execute promissory notes, drafts, bonds, debentures and other negotiable and nonnegotiable instruments and evidence of indebtedness, and to of the whole or any part of the property of the corporation, by mortgage conveyance or assignment in a test of the whole or any part thereof, and to sell, pledge, or otherwise dispose of such bonds or other obligations for its corporation purpose.

E. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects, or for the exercise of any of the powers herein, set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in the State of Florida, or throughout the United States or elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business herein before described, or any part or parts thereof, if not inconsistent with the laws of the State of Florida.

F. The enumeration herein of the powers, objects and purposes of the corporation will not be deemed to exclude by inference any powers, objects or purposes which the corporation is empowered to exercise, whether expressly by force of the General Corporation Laws of the State of Florida, or implied by the reasonable construction of the said laws (Chapter 608 of the Florida Statutes).

ARTICLE IV - STOCK


The aggregate number of shares which the Corporation has authority to issue is 500, all of which will be common shares with the par value of One Dollar (\$1.00) per share.

ARTICLE V - MINIMUM CAPITAL

The Corporation will begin business with Five Hundred Dollars (\$500.00) as minimum capital contributed by the Incorporators.

ARTICLE VI - DIRECTORS

There will be two members of the initial Board of Directors of the Corporation. The names and addresses of the person who are to serve as Directors until the first election thereof is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Dale Martin	195 Stevens Lane Naples, Florida 34114
Jennifer  Martin	195 Stevens Lane Naples, Florida 34114

ARTICLE VII - INCORPORATORS

The name and residence address of the Incorporator of these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Dale Martin	195 Stevens Lane Naples, Florida 34114

ARTICLE VIII - MERGER OR CONSOLIDATION

Any merger or consolidation of this Corporation with another corporation will be required the holders of at least fifty-one percent (51%) of the issued and outstanding shares of each class of stock in the Corporation to approve such mergers or consolidation, regardless of limitation or restrictions on the voting power thereof, entitled to vote at a meeting duly called for such purposes.

ARTICLE IX - BYLAW

The By-Laws of the Corporation are to be made, altered and rescinded by the approval by the Directors of the Corporation holding at least fifty-one percent (51%) of the outstanding stock,

together with the approval by the Shareholders of the Corporation holding at least fifty-one (51%) of the outstanding stock.

ARTICLE X - AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the act of the Directors of the Corporation, with such Directors holding at least fifty-one (51%) of the outstanding stock in the Corporation, together with the approval by the Shareholders of the Corporation holding at least fifty-one percent (51%) of the outstanding stock.

ARTICLE XI - SECTION 1244 STOCK

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE XII - PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation will be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE XIII - RESTRICTIONS ON STOCK TRANSFERS

Each shareholder of any class of stock of this Corporation will not dispose of the stock of the Corporation which he or she may hereafter acquire without first making it available for purchase by the Corporation and then to the remaining shareholders of the Corporation should the Corporation elect not to purchase any or all of such stock. The manner in which this option may be elected will be prescribed by the By-Laws of this Corporation.

ARTICLE XIV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is:

195 Stevens Lane

Naples, Florida 34114

The name of the initial registered agent of the Corporation at that address is:

Dale Martin

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 15th day of October 1999.



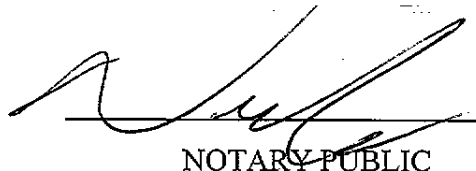
Dale Martin

STATE OF FLORIDA

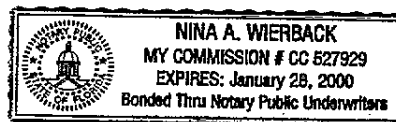
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Dale Martin, to me known to be the person described as the Incorporator in and who executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 15th day of October, 1999.


NOTARY PUBLIC

My commission expires: 1-28-2000

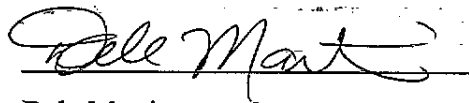


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 617.80, Florida Statutes, the following is submitted:

FIRST; that ~~Martin Construction Company Inc.~~ ^{Dale Martin Const. Company Inc.}, desiring to organize or qualify under the laws of the state of Florida, with its principal place of business at 195 Stevens Lane, Naples, Florida, 34114, has named Dale Martin, of Naples, Florida as its agent to accept service of process within Florida.

SECOND; Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Dale Martin
Resident Agent
195 Stevens Lane
Naples, Florida 34114

Dated: 10/15/99

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SECRETARY OF STATE
TALLAHASSEE FLORIDA