

P95000014684

February 17, 1995

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

800001411238
-02/21/95--01059--021
*****70.00 *****70.00

Gentlemen:

I enclose Articles of Incorporation of Sears Plumbing Services, Inc., of Tampa, Florida. A check in the amount of \$70.00 covering the following required filing fees is also enclosed.

Filing Fee	\$35.00
Registered Agent	<u>35.00</u>
	\$70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 20 AM 9:08

Sincerely,

James N. Massaro

James N. Massaro
5907 Johns Road
Tampa, Florida 33634

KAN 2-22

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

The undersigned incorporator of these Articles of Incorporation, being a natural person, competent to contract, hereby forms a corporation under the laws of the State providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

95 FEB 20 AM 9:08

ARTICLE I - NAME

The name of the corporation is "Sears Plumbing Service, Inc." (hereinafter referred to as the "Corporation").

ARTICLE II - PURPOSES

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all power conferred from time to time by law upon corporations formed under such Act.

ARTICLE III - EFFECTIVE DATE

The effective date of incorporation shall be the date of filing of this Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

The total authorized capital stock of this corporation shall be 7,000 shares of common stock of \$1.00 par value per share. The whole or any part of the capital stock of said corporation shall be payable in lawful money of the United States of America or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be determined by the Directors.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which the corporation shall begin business shall be \$500.00.

ARTICLE VI - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VII - ADDRESS

The principal place of business of said corporation shall be at 5907 Johns Road, Tampa, Florida 33634, with the privilege of, however, transferring such principal place of business or having branches or places of business at any other place or places within or without the State of Florida.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

James N. Massaro is hereby designated as Resident Agent for the corporation. His address is 5907 Johns Road, Tampa, Florida 33634.

ARTICLE IX - INCORPORATOR

The name and the address of the incorporator and the number of shares of stock which he has agreed to take is:

Name	Shares	Address
James N. Massaro	500	5907 Johns Road Tampa, Florida 33634

ARTICLE X - DIRECTORS

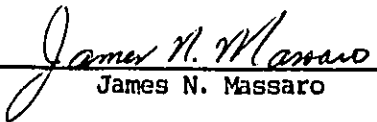
The corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

ARTICLE XI - INITIAL DIRECTOR

The name and address of the initial Director of the corporation, who subject to the provisions of this Certificate of Incorporation and the By-Laws, has qualified and has been elected is:

Name	Address
James N. Massaro	5907 Johns Road Tampa, Florida 33634

IN WITNESS WHEREOF, the undersigned has made and subscribed this Certificate of Incorporation at Tampa, Florida, for the uses and purposes of aforesaid, on this 17th day of February, 1995.

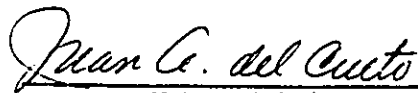

James N. Massaro

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared James N. Massaro, who is well known to me to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal at Tampa, Florida, this 17th day of February, 1995.


Notary Public



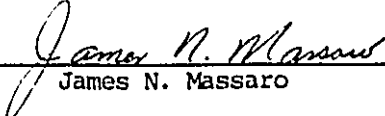
SEARS PLUMBING SERVICE, INC.

ACCEPTANCE OF SERVICE AS RESIDENT AGENT

The undersigned, James N. Massaro, of 5907 Johns Road, Tampa, Florida 33634, having been named as resident agent to accept service of process for the above named corporation, at the registered office designated in these Articles of Incorporation, 5907 Johns Road, Tampa, Florida 33634, hereby agrees and consents to act in that capacity.

The undersigned is familiar with and accepts the duties and the obligations of Section 607.325, Florida Statutes.

Dated this 17th day of February, 1995.



James N. Massaro

P95000014684

June 1, 1995

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Gentlemen:

We enclose amendment to Articles of Incorporation of Sears Plumbing Service, Inc., copy of minutes of the special meeting of the stockholders of the company and a check in the amount of \$35.00 covering the required filing fee.

Sincerely,

James N. Massaro

James N. Massaro
5907 Johns Rd.
Tampa, FL 33634

100001507831
-06/07/95--01101--001
*****35.00 *****35.00

FILED
1995 JUN -6 PM 6:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name change

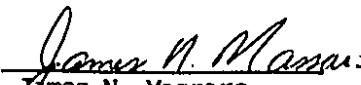
KFJ 6-13-95

AMENDMENT TO ARTICLES OF INCORPORATION
OF
SEARS PLUMBING SERVICE, INC.

FILED
1995 JUN -6 PM 6:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation wishes to amend the Articles of Incorporation to change the name of the corporation to J. MASSARO PLUMBING, INC. This amendment was adopted by the unanimous vote of the Shareholders of the corporation on June 1, 1995. The corporation has only common stock, all of which is owned by one stockholder, who voted for the amendment.

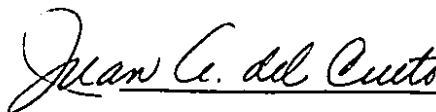
IN WITNESS WHEREOF, the undersigned James N. Massaro, as President and Secretary of Sears Plumbing Service, Inc. have hereunto set my hand and seal this 1st day of June, 1995, for the purpose of amending the Articles of Incorporation, and I hereby make and file with the Secretary of State of the State of Florida this Amendment to Articles of Incorporation.


James N. Massaro
President/Secretary

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared James N. Massaro to me well known to be the individual described in and who executed the foregoing Amendment to Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above-named, this 1st day of June, 1995.





MINUTES OF THE SPECIAL MEETING
OF THE SHAREHOLDERS OF
SEARS PLUMBING SERVICE, INC.

The special meeting of the Shareholders of Sears Plumbing Service, Inc., was held at the office of the corporation at Tampa, Florida, on the 1st day of June, 1995.

The following, constituting the only Shareholder, was present at the meeting: James N. Massaro. A waiver of notice of the meeting, signed by the Shareholder, was presented and ordered attached at the end of these minutes.

James N. Massaro presided as Chairman and Secretary of the meeting.

A discussion was held regarding changing the name of the corporation to J. Massaro Plumbing, Inc. Upon motion duly made, seconded and carried, it was:

"RESOLVED: That the appropriate officers are authorized to take whatever action is necessary to change the name of the corporation to J. Massaro Plumbing, Inc."

There being no further business to come before the meeting, upon motion duly made, seconded and carried, the meeting was adjourned.

Respectfully submitted,

James N. Massaro
Secretary

Attest:

James N. Massaro
Chairman