

P95000046428

LAW OFFICE OF ANDREW BARON  
1803 East Kaley Street  
Orlando Florida 32806  
Phone: 407-898-5232

Subj: SHAG MASONRY. INC.

Date: 07 June 1995


To: Secretary of State of Florida  
Division of Corporations  
Box 6327  
Tallahassee FL 32314

SECRET  
JUL 12 10 18 AM '95  
TALLAHASSEE, FLORIDA


Enclosed are Articles for the above Corporation.

Please return the Charter and Receipt to the above address.

My Client's check for the same is enclosed.

  
\_\_\_\_\_  
Andrew Baron

100001511671  
-06/13/95--01043--002  
\*\*\*\*122.50 \*\*\*\*122.50

6/13/95  


ARTICLES OF INCORPORATION OF A CORPORATION FOR PROFIT

The following Articles of Incorporation are executed to establish a Corporation under the laws of Florida.

ARTICLE 1 - CORPORATE NAME AND ADDRESS: The Name and Address of this Corporation:

SHAG MASONRY, INC., 140 North Buena Vista Avenue, Orlando FL 32835

ARTICLE 2 - INCORPORATOR/INITIAL DIRECTOR/REGISTERED AGENT and REGISTERED ADDRESS (All persons listed after the first are additional Initial Directors):

TRENT L. NORTINGTON, 140 North Buena Vista Avenue, Orlando FL 32835

ARTICLE 3 - AUTHORIZED SHARES (Maximum Number and Par Value Per Share):

One Thousand (1000) Shares at One Dollar (\$1.00) per share.

ARTICLE 4 - AUTHORIZED SHARES OF STOCK: Any portion of the shares of stock of this corporation may be issued for cash, property, services actually performed or any right or thing having a value at least equal to the full value of the stock to be so issued. Neither promissory notes nor future services shall constitute part or full payment for the issuance of such shares. All issued shares shall be fully paid and non-assessable as though paid for in cash. The stockholders shall be the sole judges of the value of the property, right or thing exchanged for such shares and their judgment of such value shall be conclusive. The stockholders shall have the right to increase the amount of authorized shares, either with or without nominal or par value and to provide the designation, preference, voting power of, and other restrictions on, the same.

ARTICLE 5 - POWERS, PURPOSES, EXISTENCE AND COMMENCEMENT: This corporation shall have all of the powers conferred upon Corporations or Professional Associations and may engage in any business or activity, permitted by laws of the State of Florida. This corporation shall have perpetual existence and shall commence such existence on the date these Articles are executed and acknowledged if the same are filed with the Secretary of the State of Florida within five (5) days of said execution. If said Articles are not filed with the Secretary of State of Florida within said five (5) days, the corporation shall commence its existence on the date these Articles are filed with said Secretary of State.

ARTICLE 6 - STATED CAPITAL: The stated capital of this corporation shall be the sum of the par value of all shares of the corporation having a par value that have been issued and not canceled; the amount of the consideration received by the corporation for all shares of this corporation without par value that have been issued, except such part of the consideration thereof that has been allocated to capital surplus in a manner permitted by law; and such amounts not included immediately above that had not been transferred to stated capital of this corporation, whether upon the issue of shares as a share dividend or otherwise, minus all deductions from such sums that have been effected in a manner permitted by law.

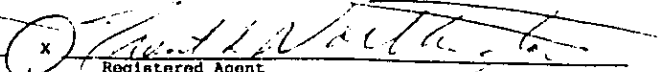
ARTICLE 7 - AMENDMENTS TO ARTICLES: Every amendment to these Articles shall be approved by the stockholders by a majority of the shares entitled to vote thereon at a meeting called for such purposes.

ARTICLE 8 - STOCKHOLDERS ACTING IN LIEU OF DIRECTORS/OFFICERS: The business of this corporation shall be conducted by the stockholders of this corporation acting as, and in lieu of, directors. The stockholders shall be deemed directors of this corporation when their purchase of stock has been recorded in the stock ledger of this corporation and shall collectively constitute the Board of Directors. Any action required by law to be performed by directors shall be taken by the stockholders acting as directors. Each stockholder shall have votes equal to the number of shares owned by said stockholder. The Initial Director shall hold the organizational meeting of this corporation or otherwise ratify the actions of the incorporator who may have conducted said meeting. Any action of the stockholders may be taken without a formal meeting if written consent setting forth the action taken is signed by all the stockholders entitled to vote if a meeting had been held. Said consent shall have the effect of a unanimous vote of the stockholders. In addition to the stockholders, the business of this corporation shall be conducted by such officers as may be set forth in the By-Laws of this corporation. The stockholders shall have the right to (1) issue unissued or treasury shares of this corporation for securities of this corporation convertible into a right to subscribe or acquire shares of this corporation and containing such conditions or rights, including preemptive rights, as the stockholders may deem proper, (2) limit the transferring, assigning, pledging, devising, and bequeathing of the stock of this corporation and all other matters permitted by the laws of Florida in any agreement among themselves, (3) approve the reasonable charges and expenses of incorporating this corporation, including attorney's fees and costs and the reasonable expenses and compensation for the sale or underwriting of the shares of this corporation. The same may be allowed to be paid out of the consideration received by the corporation for the issuance of the shares without thereby impairing the fully paid and non-assessable status of such shares, and (4) adopt, alter, amend or repeal the By-Laws of this Corporation. The By-Laws may contain any provision for the regulation and management of the affairs of this Corporation not inconsistent with law or these Articles of Incorporation. Any stockholder may appoint another person to serve in the stockholders stead.

IN WITNESS WHEREOF, I execute these Articles of Incorporation.

The Undersigned accepts the duties of registered agent of this corporation.

  
Incorporator/Initial Director

  
Registered Agent

STATE OF FLORIDA, COUNTY OF ORANGE - ACKNOWLEDGEMENT: Before the undersigned appeared the Incorporator/Initial Director and Registered Agent set forth above who acknowledged executing these Articles.



Dated on

07 June 1995



SHEILA BARON  
MY COMMISSION # CC254201 EXPIRES  
January 21, 1997  
BONDED THRU TROY FAY INSURANCE, INC.

DEBIT MEMORANDUM

FOR OFFICIAL USE

TO : DEPARTMENT OF STATE

DATE

NUMBER

*P* 950000 6/18/95 464 2857136A

STATE OF FLORIDA  
OFFICE OF STATE TREASURER  
TALLAHASSEE FLORIDA

*because of duplicate*

FUND	AMOUNT	REASON RETURNED	KEY #
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS	1
TRUST	522.50	ACCOUNT CLOSED	2
OTHER		UNCOLLECTED FUNDS	3
TOTAL	522.50	OTHER	4

CROSS REF	SAMAS CODE	DISTRIBUTION	REASON	AMOUNT
12	45-20-2-130001-45300000-00-000100-00		1	70.00
12	45-20-2-130001-45300000-00-000100-00		1	70.00
12	45-20-2-130001-45300000-00-000100-00		1	122.50
12	45-20-2-130001-45300000-00-000100-00		2	122.50
12	45-20-2-130001-45300000-00-000100-00		2	137.50

GRAND TOTAL: \$ 522.50

RECEIVED  
95 JUN 29 AM 11:40  
FISCAL MANAGEMENT

Process Date: 06/22/95

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

*Bill Nelson*

State Treasurer

TRENT L. NORTINGHAM  
 PATRICIA WALKER  
 407-897-8317  
 140 N. BUENA VISTA AVE  
 ORLANDO, FL 32835

Pay to the Order of *Sociedad*

\$ 122.50 Dollars

For *Robert*

① STOP NOT DEPOSIT AGAIN 0697  
 FOR COLLECTION ONLY  
 63-215

① 967457 0697 #0000812250

BANK OF AMERICA NATIONAL ASSOCIATION  
 100 N. W. CORNER OF 1st ST. & BAY ST. MIAMI, FL 33132





FLORIDA DEPARTMENT OF STATE

July 7, 1995

Sandra B. Mortham  
Secretary of State

Trent L. Northington  
Patricia Walker  
140 N. Buena Vista Avenue  
Orlando, FL 32835

SUBJECT: SHAG MASONRY, INC.  
Ref. Number: P95000046428

Debit Memo #: 5136a-D

This is to inform you that your check #0697 dated June 11, 1995 in the amount of \$122.50 and submitted for SHAG MASONRY, INC. has been returned to us by your bank because of Insufficient Fund.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations  
Attn: Melinda Lilliston  
P.O. Box 6327  
Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely,  
Melinda Lilliston  
Administrative Assistant I  
Division of Corporations

Letter number: 795A00032843

cc: Shag Masonry, Inc.  
140 North Buena Vista Avenue  
Orlando, Florida 32835



FLORIDA DEPARTMENT OF STATE

August 8, 1995

Sandra B. Mortham  
Secretary of State

Trent L. Northington  
Patricia Walker  
140 N. Buena Vista Avenue  
Orlando, FL 32835

SUBJECT: SHAG MASONRY, INC.  
Ref. Number: P95000046428

Debit Memo #: 5136a-D

Due to your failure to respond to our previous letter advising you of the returned check #0697, the Articles of Incorporation for SHAG MASONRY, INC. have been cancelled and are considered not filed as of August 8, 1995.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely  
Melinda Lilliston  
Administrative Assistant I  
Division of Corporations

Letter number: 895A00037119

cc:Shag Masonry, Inc.  
140 North Buena Vista Avenue  
Orlando, Florida 32835