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FULLER & ASSOCIATES
ATTORNEYS AT LAW

THE OFFICE PAVILION

BARRY J. FULLER*

JAMES D. ACOSTA, OF COUNSEL
CERTIFIED CIVIL TRIAL ATTORNEY

JOHN F. TOLSON, JR., OF COUNSEL

- * Member Florida and California Bars
- ** Member Florida, New York and New Jersey Bars

2301 PARK AVENUE, SUITE 404
ORANGE PARK, FLORIDA 32073
TELEPHONE: (904) 264-0685
TELEFAX: (904) 264-1714

June 30, 1997

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*****70.00 *****70.00

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **ARTICLES OF INCORPORATION**
JBR CONSTRUCTION, INC.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation as referenced above together with my check for the \$70.00 filing fee.

Sincerely yours,

Barry J. Fuller
Barry J. Fuller

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUL -2 AM 11:45

FILED

BJF:srs
Encl.

Handwritten signature
7/13/97

**ARTICLES OF INCORPORATION
OF
JBR CONSTRUCTION, INC.**

97 JUL -2 AM 11:45
FILED
SECRET
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**FIRST
NAME**

The name of the corporation is: **JBR CONSTRUCTION, INC.**

**SECOND
DURATION**

The period of duration of the corporation is perpetual.

**THIRD
PURPOSE**

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

**FOURTH
SHARES**

The aggregate number of shares that the corporation shall have the authority to issue is 100,000 shares of common stock having no par value.

**FIFTH
REGISTERED AGENT**

The initial street address in Florida of the initial registered office of the corporation is 2301 Park Avenue, Suite 404, Orange Park, Florida 32073, and the name of the initial registered agent at such address is Barry J. Fuller.

The principal place of business of this corporation is 2853 Dawn Road, Jacksonville, Florida 32207.

**SIXTH
INITIAL INCORPORATOR**

The name and address of the initial incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Barry J. Fuller	2301 Park Avenue, Suite 404 Orange Park, Florida 32073

**SEVENTH
INITIAL DIRECTORS**

The initial board of directors shall consist of three (3) members, who need not be residents of the State of Florida or shareholders of the corporation. The names and address of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successor shall have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert M. Barnes, Jr.	306 Glenlyon Drive Orange Park, FL 32073
Janet W. Barnes	306 Glenlyon Drive Orange Park, FL 32073
Robert M. Barnes, III	1157 Nesting Eagles Lane Jacksonville, FL 32225

**EIGHTH
CUMULATIVE VOTING**

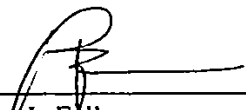
The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said

shareholder may wish. Notice must be given by any shareholder to the President or as Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

NINTH
AMENDMENTS TO ARTICLES

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders meeting, with not less than a majority vote of the common stock.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange Park, Clay County, Florida this 30th day of June, 1997.

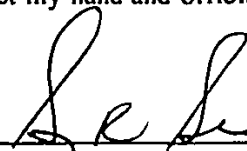


Barry J. Fuller

**STATE OF FLORIDA
COUNTY OF CLAY**

Before me, the undersigned authority, personally appeared Barry J. Fuller, to me well known to be the persons described in and who subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes described therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 30th day of June, 1997 in the County and State aforesaid.



NOTARY PUBLIC
My Commission Expires:


SUZANNE R. SONKE
Notary Public, State of Florida
My Comm. expires Nov 16, 1999
Comm. No. CC 493770

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **JBR CONSTRUCTION, INC.** Name and address of the registered agent and office is:


Barry J. Fuller
2301 Park Avenue, Suite 404
Orange Park, Florida 32073



Barry J. Fuller
Incorporator
June 13, 1997

FILED
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SECRET
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Barry J. Fuller
June 13, 1997