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HARRIGAN & DOLAN  
227 WEST FAYETTE STREET  
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PLEASE REPLY TO:  
P. O. Box 49257  
SARASOTA, FL 34230-6257

August 27, 1997

VIA EXPRESS MAIL

State of Florida  
Department of State  
Corporate Division  
409 East Gaines Street  
Tallahassee, FL 32301

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-09/02/97--01183--012  
\*\*\*\*122.50 \*\*\*\*122.50

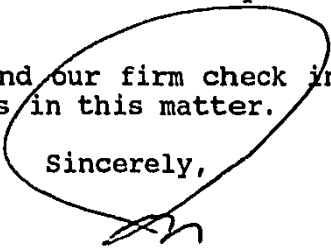
Gentlemen:

Re: Rick's Construction, Inc.

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced company. Please file the original in your office and certify and return to our office the one copy.

Enclosed you will find our firm check in the amount of \$122.50 to cover your fees in this matter.

Sincerely,

  
Billie Farmer  
Legal Assistant

Encls.

FILED  
97 SEP -2 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

yu 9/3/97

ARTICLES OF INCORPORATION  
OF  
RICK'S CONSTRUCTION, INC.

FILED  
97 SEP -2 AM 10: 22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is RICK'S CONSTRUCTION, INC.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as \*Common Shares.\*

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2608 Austin Street, Sarasota, Florida 34231, and the name of the initial registered agent of this corporation at that address is Richard W. Gubody.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

Richard W. Gubody  
2608 Austin Street  
Sarasota, Florida 34231

Cheryl Gubody  
2608 Austin Street  
Sarasota, Florida 34231

**ARTICLE VIII - INCORPORATORS**

The name and address of the Incorporator signing these articles is: Richard W. Gubody, 2608 Austin Street, Sarasota, Florida 34231.

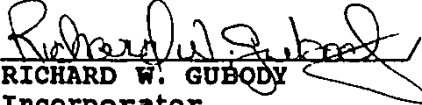
**ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

**ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator, has executed these Articles of Incorporation on the 29<sup>th</sup> day of August, 1997.

  
RICHARD W. GUBODY  
Incorporator

STATE OF FLORIDA            )  
COUNTY OF SARASOTA        )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD W. GUBODY, known to be, and who is personally known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced N/A as identification, and he acknowledged before me that he executed those Articles of Incorporation.

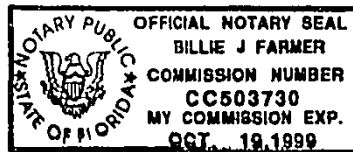
IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 29<sup>th</sup> day of August, 1997.

Billie J. Farmer  
Notary Public

BILLIE I. FARMER  
Printed Name of Notary  
Public

CC503730  
Commission Number

10/19/99  
Expiration Date of  
Commission



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

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that RICK'S CONSTRUCTION, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2608 Austin Street, Sarasota, Florida 34231, has named RICHARD W. GUBODY as its agent to accept service of process within Florida.

Dated: 8-29-97

Richard W. Gubody  
RICHARD W. GUBODY  
Director

Having been named to accept service of process for the above-named 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 performance of my duties.

Richard W. Gubody  
RICHARD W. GUBODY  
Registered Agent

FILED  
97 SEP -2 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA