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ACCOUNT NO. : 072100000032

REFERENCE : 645252 7131188

AUTHORIZATION :

*Patricia Pijoto*

COST LIMIT : \$ 70.00

ORDER DATE : March 30, 2000

ORDER TIME : 3:10 PM

ORDER NO. : 645252-005

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CUSTOMER NO: 7131188

CUSTOMER: Ms. Tina Muglach  
THOMAS H. WARLICK, P.A.  
THOMAS H. WARLICK, P.A.  
316 E. Pine Street

Orlando, FL 32801

DOMESTIC FILING

NAME: JERRY FLYNN CONSTRUCTION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAR 30 PM 4:14

RECEIVED  
00 MAR 30 PM 3:54  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
JERRY FLYNN CONSTRUCTION, INC., a Florida corporation**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 MAR 30 PM 4: 14

The undersigned incorporator to this Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation shall be **Jerry Flynn Construction, Inc., a Florida corporation.**

**ARTICLE II - DURATION**

This corporation shall exist perpetually.

**ARTICLE III - INITIAL PRINCIPAL OFFICE**

The initial principal office of the Corporation shall be located at 604 Meadowvale Drive, Orlando, Florida 32825.

**ARTICLE IV - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business purposes.

**ARTICLE V - CAPITAL STOCK**

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock having a par value of \$10.00 per share, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove

set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

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

The street address of the initial registered office of this corporation shall be 604 Meadowvale Drive, Orlando, Florida 32825.

The name of the initial registered agent of this corporation at that address shall be Jerry Flynn.

#### **ARTICLE VII - INITIAL DIRECTORS AND OFFICERS**

The names and street address of the initial members of the Board of Directors and Officers, each to hold office for the first year in existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Jerry Flynn	604 Meadowvale Drive Orlando, Florida 32825	P/S/D
David Barnette	6510 Argyle Street Orlando, Florida 32807	VP
Bill K. Brown	1004 Carlson Avenue Orlando, Florida 32892	T

### **ARTICLE VIII - INCORPORATOR**

The following is the name and street address of the Incorporator to these Articles of Incorporation:

Jerry Flynn  
604 Meadowvale Drive  
Orlando, Florida 32825

### **ARTICLE IX - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others, which price, in the case of par value shares, may be in excess of par.

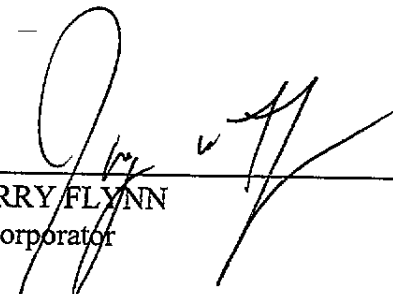
### **ARTICLE X - BUY-SELL AGREEMENT**

The stock to be issued by this corporation shall be subject to a buy-sell agreement whereby each stockholder shall have the right of first refusal to purchase his pro rata share of any stock to be sold by an existing stockholder.

### **ARTICLE XI - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29<sup>th</sup> day of March,  
2000.

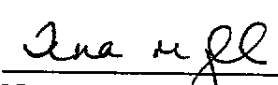
  
\_\_\_\_\_  
JERRY FLYNN (SEAL)  
Incorporator

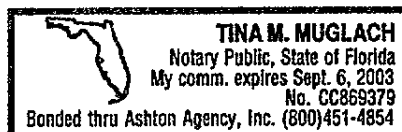
STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared JERRY FLYNN, to me known or provided driver's license as identification, to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 29<sup>th</sup> day of March, 2000.

(SEAL)

  
\_\_\_\_\_  
Notary Public  
My commission expires:



**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT UPON WHICH  
PROCESS MAY BE SERVED**

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAR 30 PM 4:14

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, JERRY FLYNN CONSTRUCTION, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Orlando, County of Orange, State of Florida, has named as its Registered Agent, Jerry Flynn in the City of Orlando, County of Orange, State of Florida, to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
JERRY FLYNN