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MAIL TO:
POST OFFICE BOX 1831
PENSACOLA, FLORIDA 32598-1831

December 22, 2000

FILED
DEC 26 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PO1000000651

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

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-12/26/00--01073--020
*****78.75 *****78.75

Re: Baldwin Plumbing Works, Inc.

Dear Sir or Madam:

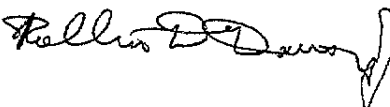
Attached is original and copy of Articles of Incorporation of Baldwin Plumbing Works, Inc. to be filed.

Attached also is our check for \$78.75 filing fee and cost of certified copy.

Thank you.

Yours very truly,

SHELL, FLEMING, DAVIS & MENGE

By 

RDDjr/vbs
Enclosure

Feb
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**ARTICLES OF INCORPORATION
OF**

Baldwin Plumbing Works, Inc.

ARTICLE I - NAME

The name of this corporation is Baldwin Plumbing Works, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of providing the services of plumbing repairs and for the purpose of conducting businesses incidental thereto and for the purpose of transacting any or all other lawful business or businesses.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which the shareholder already holds, shall have the right to purchase the shareholder's 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 V - INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the corporation is Post Office Box 3724, Pensacola, Florida 32516. The street address of the initial principal office of this corporation and its registered office is 3521 Bauer Road, Pensacola, Florida 32506, and the name of the initial registered agent of this corporation at that address is Christopher A. Baldwin, whose signature hereto constitutes his agreement to serve as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, and also constitutes his agreement

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

to comply with the provisions of all statutes relative to the proper and complete performance of his duties, and his certification that he is familiar with, and accepts, the obligations of his position as registered agent.

ARTICLE VI - INITIAL DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

Christopher A. Baldwin
3521 Bauer Road
Pensacola, Florida 32506

ARTICLE VII - INCORPORATORS

The name and address of the person signing these articles is:

Christopher A. Baldwin
3521 Bauer Road
Pensacola, Florida 32506

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - RESTRICTIONS ON TRANSFER OF STOCK

The corporation, and subject to the priority of the corporation, the remaining shareholders of the corporation, shall have a preference in the purchase of any shares of the capital stock of the corporation, and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a shareholder, the shareholder's personal representatives, heirs, devisees, legatees, pledgee, assignee, receiver, trustee in bankruptcy or any other person holding under or in privity with any shareholder, desires to sell the shareholder's shares of stock, the shareholder shall file notice in writing of such intention with the Secretary of the corporation, stating

the price and terms upon which the shareholder desires to sell such stock, and unless the terms of such offer are accepted by the corporation within ten days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the Secretary of the corporation shall mail a written notice to all of the remaining shareholders, by certified mail, return receipt requested, advising them of the terms of such offer, and unless the terms of such offer are accepted by any or all of the other shareholders within ten days from the date of mailing such notice, they shall be deemed to have waived their privilege of purchasing, and the shareholders or the person in privity with the shareholder desiring to sell shall be at liberty to effect a sale upon the terms of such offer.

No shareholder who has given notice pursuant to this article, may thereafter sell such stock for a price or upon terms different than the offer contained in such notice, without again complying with the notice requirements of this article. Neither the corporation, nor the remaining shareholders (collectively), may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such offer.


ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 21st day of December, 2000.



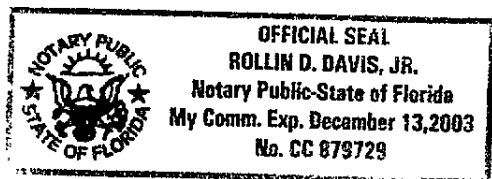
Christopher A. Baldwin
Incorporator and Registered Agent


STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Christopher A. Baldwin, personally known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the state and county aforesaid, this 21st day of December, 2000.





NOTARY PUBLIC - STATE OF FLORIDA
Rollin D. Davis, Jr.
My commission expires: 12/13/03