

P01000008019

Requester's Name

KARL H. NOEL
9340 CHISHIOLM RD.
PENSACOLA, FL 32514

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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-01/12/01--01110--014
*****78.75 *****78.75

1. _____
(Corporation Name) (Document #)

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(Corporation Name) (Document #)

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(Corporation Name) (Document #)

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(Corporation Name) (Document #)

FILED
01 JAN 22 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Walk in
- Pick up time
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

T. E. Burch JAN 23 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 17, 2001

KARL H. NOEL
9340 CHISHIOLM RD.
PENSACOLA, FL 32514

SUBJECT: NOEL CONST., INC.
Ref. Number: W01000001183

We have received your document for NOEL CONST., INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 401A00002455

**Articles of Incorporation
of
NOEL HOMES, INC**

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01 JAN 22 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge, and file with the Secretary of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be NOEL HOMES, INC.

ARTICLE II
BUSINESS PURPOSES

The corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be 100 shares, having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All, or any part, of said capital stock may be paid for in cash, in property, or in labor or service at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

(b) In the election of directors of this corporation, each share of capital stock shall be entitled to one vote.

ARTICLE IV
CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business will be \$100.00.

ARTICLE V
EXISTENCE OF CORPORATION

The corporation shall have perpetual existence.

ARTICLE VI
PRINCIPAL OFFICE

The principal office of this corporation shall be located at 9340 Chisholm Rd., Pensacola, Florida 32514, but the corporation shall have the power to relocate its principal office or to establish branch offices at other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII
BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than one (1), and not more than fifteen (15) members. The number of the same to be fixed by the stockholders or by the corporation by-laws. Each of the said directors shall be of full age and at least one of them shall be a citizen of the United States of America. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII
FIRST BOARD OF DIRECTORS

The name and street addresses of the members of the first board of directors of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation, or until an election is hold by the stockholders for the election of permanent directors, or until their successors have been duly elected and qualified, are:

- 1: Karl H. Noel, 9340 Chisholm Rd., Pensacola, Florida 32514

ARTICLE IX
SUBSCRIBERS

The names and street addresses of the subscribers to these Article of Incorporation are:

- 1: Karl H. Noel, 9340 Chisholm Rd., Pensacola, Florida 32514

ARTICLE X
TRANSACTIONS WITH CORPORATIONS

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in any other corporation, or are directors or officers of any other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniary or otherwise interested in, any contract or transaction of this corporation, provided that the fact that (he) or such firm is so interested shall be disclosed or shall have been known to the board of directors. Any director of this corporation who is also a director or officer of such other corporation or member of such firm, or who is so interested may be counted in determining the

existence of a quorum at any meeting of the board of directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if (he) were not such officer or director of such other corporation or member of such firm, or not so interested.

ARTICLE XI
BY-LAWS

- (a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the board of directors of this corporation; provided, however, that any by-laws or amendments thereto as adopted by the board of directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-law which has been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.
- (b) The by-laws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this State or of the United States.

ARTICLE X11
ADMENDMENT OF ARTICLES OF INCORPORATION

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statue, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I(We), the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated.



Karl H. Noel

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Before me, the undersigned authority, on this 19TH day of JANUARY, 2000, personally appeared KARL NOEL as well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS by hand and official seal the date aforesaid.



Notary Public
My commission expires 5-18-2001



Michael Scot Nipper
MY COMMISSION # CG648202 EXPIRES
May 18, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHICH PROCESS MAY BE SERVED:

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

Noel Homes., Inc., a corporation organized (or organizing) under the laws of the State of Florida with its principle office at : 9340 Chisholm Rd. in the City of Pensacola, County of Escambia, State of Florida has named Karl H. Noel located at 9340 Chisholm Rd, City of Pensacola, County of Escambia, State of Florida, as its agent to accept service of process within this State.



Officer's Name

ACCEPTANCE;

I agree as, Resident Agent, to accept Service of Process; to keep office open during prescribed hours; to post my name in some conspicuous plane in the office as requires by law.



Resident Agent

01 JAN 22 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED