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LAW OFFICE OF  
THOMAS W. FRANCHINO, P.A.

SUITE 106  
1250 NORTH TAMiami TRAIL  
NAPLES, FLORIDA 34102  
TELEPHONE (941) 263-8357  
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FILED

01 AUG 28 PM 3:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 23, 2001

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 34314

Dear Clerk:

Re: Incorporation of Culbertson Construction, Inc.

Enclosed are an original and one copy of Articles of Incorporation and Designation of Registered Agent, along with a copy and a check in the amount of \$78.75 which represents the filing fee for a new corporation and a certified copy of the Articles of Incorporation. Once the articles have been filed, please provide me with a stamped copy.

Thank you.

Very truly yours,



Astrid Bouck  
Secretary to Thomas W. Franchino

D. BROWN AUG 29 2001

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

FILED  
01 AUG 28 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, Rodney E. Culbertson, being a natural person competent to contract, hereby acknowledges and files these ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

The name of this Corporation is Culbertson Construction, Inc. The principal office and mailing address of the corporation is 8550 Mockingbird Lane, Estero, FL 33928.

**ARTICLE II**  
**DURATION**

The Corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation.

**ARTICLE III**  
**PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV**  
**CAPITAL STOCK**

The Corporation is authorized to issue 7500 shares of \$1.00 par value stock, which shall be designated "common shares." The stock of the Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this Corporation in order to qualify under Section 1244. This Corporation is being capitalized and its stock is being issued to comply with the aforementioned section of

the Internal Revenue Code.

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1250 N. Tamiami Trail, Suite 106, Naples, Florida, 34102, and the name of the initial registered agent of the Corporation at that address is Thomas W. Franchino. The Directors of this Corporation may from time to time change the registered office or registered agent, or both, by appropriate notice to the Secretary of State.

#### ARTICLE VI

##### DIRECTORS

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for the term provided in the By-Laws or until their successors have been duly elected and qualified.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

The following shall constitute the initial Board of Directors of this Corporation:

Rodney E. Culbertson  
8550 Mockingbird Lane,  
Estero, Florida 33928.

#### ARTICLE VIII

##### INCORPORATORS

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

<u>NAME</u>	<u>ADDRESS</u>
Rodney E. Culbertson	8550 Mockingbird Lane, Estero, FL 33928

ARTICLE IX

BY-LAWS

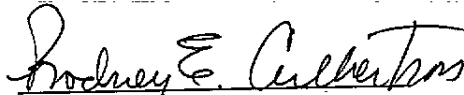
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

ARTICLE X

AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

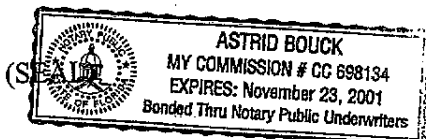
IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 23 day of August, 2001.

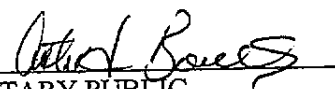
  
Rodney E. Culbertson

STATE OF FLORIDA  
COUNTY OF COLLIER

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Rodney E. Culbertson, known to me and known by me to the person(s) who executed the foregoing Articles of Incorporation, and he acknowledge(d) before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23<sup>rd</sup> day of August, 2001.



  
NOTARY PUBLIC  
State of Florida at Large  
My commission expires:

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

FILED  
01 AUG 28 PM 3:25  
CLERK OF THE COURT  
JANESVILLE, FLORIDA

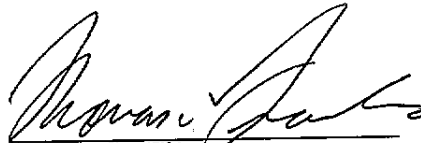
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said

Act:

That Culbertson 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 County Lee, State of Florida, has named Thomas W. Franchino located at 1250 N. Tamiami Trail, Suite 302, Naples, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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

  
Thomas W. Franchino