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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
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PLEASE REPLY TO:
P.O. Box 6844
Fort Myers, Florida 33911

March 5, 2002

Division of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, Florida 32399

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-03/07/02--01047--014
*****78.75 *****78.75

RE: Incorporation of Steven Prehall Installation, Inc.

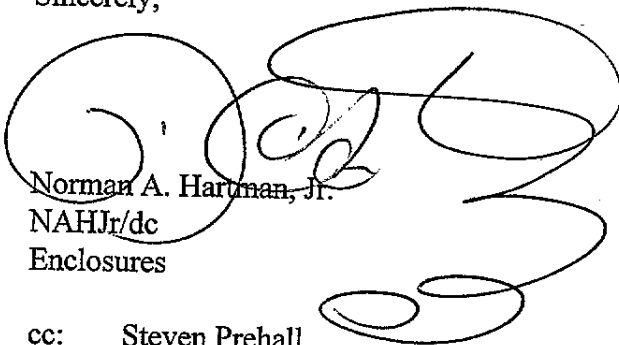
Gentlemen:

Enclosed herein you will find an original and one copy of the proposed Articles of Incorporation relative to the above-referenced profit corporation, along with a check in the amount of \$78.75 for filing fees, charter tax, etc.

Would you please be so kind as to forward a certified copy of the approved Articles directly to this office upon filing of same.

Thank you for your anticipated cooperation and if you have any questions concerning this filing, please do not hesitate to contact our office.

Sincerely,


Norman A. Hartman, Jr.
NAHJr/dc
Enclosures

cc: Steven Prehall

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR -7 AM 8:03

3-15-02
20-51-11

address is STEVEN PREHALL.

Article VI - NUMBER OF DIRECTORS

The initial board of directors shall consist of one (1) member, who need not be a resident of the State of Florida nor a shareholder of the corporation.

Article VII - NAME AND ADDRESS OF DIRECTOR

The name and address of the person who shall serve as director and officer until the first annual meeting of shareholders, or until his successor shall have been selected and qualified, is as follows:

<u>NAME</u>	<u>ADDRESS</u>	
Steven Prehall	1424 SW 52nd Lane Cape Coral, Florida 33914	President/Sec.

Article VIII- INCORPORATOR

The name and address of the initial incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Steven Prehall	1424 SW 52nd Lane Cape Coral, Florida 33914

ARTICLE IX - SHAREHOLDER ACTION

An affirmative vote of a majority of the shares of the corporation shall be required for any shareholder action.

Article X - AMENDMENT

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders' meeting, with not less than a majority vote of the common stock.

ARTICLE XI - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive rights of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

Article XII - PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 1424 SW 52nd Lane, Cape Coral, Florida 33914 and its mailing address is the same.

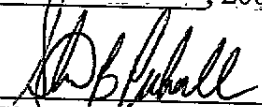
ARTICLE XIII - POWERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XIV - SALE OR ENCUMBER

The Board of Directors of the corporation may not authorize any sale, mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of the corporation for the purpose of securing the payment or performance of any obligation of the corporation, without obtaining prior shareholder approval of any and each such transaction by the vote or written consent of the holders of a majority of the shares of the corporation entitled to vote thereon and not otherwise.

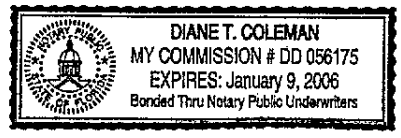
IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation at Fort Myers, Florida, on the 4th day of March, 2002.



STEVEN PREHALL, Incorporator

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me on the 4th day of March, 2002, by STEVEN PREHALL, who is personally known to me or who has produced drivers license as identification and who did take an oath.

WITNESS, my hand and official seal in the state and county aforesaid on the day and year first above written.



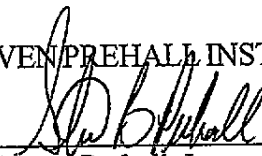

Notary Public (SEAL)

~~NORMAN A. HARTMAN, JR.~~

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,
NAMING AGENT UPON WHOM SERVICE MAY BE MADE

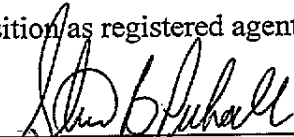
Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the following statement is submitted in compliance with said Statute:

THAT, STEVEN PREHALL INSTALLATION, INC., desiring to organize under the laws of the State of Florida with its initial principal office at 1424 SW 52nd Lane, Cape Coral, Florida 33914, has named Steven Prehall, located at 1424 SW 52nd Lane, Cape Coral, Florida 33914 as its agent to accept service of process within this State.

STEVEN PREHALL INSTALLATION, INC.
By: 
Steven Prehall, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above corporation at the place designated in this certificate, I hereby accept to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the duties and obligations of my position as registered agent.


Steven Prehall

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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