

**HAROLD F. PEEK, JR.**

Attorney at Law



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May 23, 2002

Florida Department of State  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-05/28/02--01052--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir/Madam:

Attached is an original and copy of the Articles of Incorporation for Jody Haney Title Company, Inc., and a check in the amount of \$70.00 for the filing fee. Please send me a stamped copy for mine and my client's records. If I can assist you any further, please do not hesitate to contact me. Thank you.

Sincerely Yours,

A handwritten signature in cursive script, appearing to read "Harold F. Peek, Jr.".

Harold F. Peek, Jr.  
HFP/gmh  
Enclosures  
cc: Mr. Jody A. Haney

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02 MAY 28 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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02 MAY 28 AM 9:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**JODY HANEY TILE COMPANY, INC.**

The undersigned, for the purpose of forming a Corporation under the Florida Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the Corporation **JODY HANEY TILE COMPANY, INC.**

**ARTICLE II - DURATION**

The duration of the corporation is for an indefinite period of time (i.e. perpetual)

**ARTICLE III - PURPOSE**

The general purposes for which the Corporation is organized are:

1. to engage in the business of tile setting and stone construction and hardwood flooring construction and any and all other construction business.
2. To transact any other lawful business for which Corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can in the opinion of the Board of Directors or the Corporation be advantageously carried on in the connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV - CAPITAL STOCKS**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share, which such

stock shall have the entire voting power of the Corporation. Stock shall be issued under Section § 1244 of the Internal Revenue Code.

**ARTICLE V - PRINCIPLE OFFICE AND MAILING ADDRESS  
INITIAL REGISTERED OFFICE & AGENT**

The address of the initial registered office of this Corporation is 9013 Creek Run Road, Youngstown, Florida 32466. The initial registered agent shall be JODY A. HANEY, 9013 Creek Run Road, Youngstown, Florida 32466. The principal office and mailing address of the Corporation shall be, 9013 Creek Run Road, Youngstown, FL 32466.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Corporation is one(1). The name and address of each person who is to serve as a member of the Initial Board of Directors is:

JODY A. HANEY	9013 Creek Run Road Youngstown, FL 32466
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**ARTICLE VII - INCORPORATORS**

Name and Address of each Incorporator is:

JODY A. HANEY	9013 Creek Run Road Youngstown, FL 32466
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**ARTICLE VIII - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE IX - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for such of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others, in such a manner that he will own the same percentage interest of the Corporation after the new offering as he had before the stock issuance.

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#### **ARTICLE X - BY-LAWS**

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

#### **ARTICLE XI - STOCK ISSUANCE**

Share of capital stock of this Corporation shall be issued initially to the following persons and in the amount set opposite their name:

JODY A. HANEY

100 Shares

#### **ARTICLE XII - CALLING OF SPECIAL MEETINGS**

Special meetings of the shareholders may be called by a majority of the shareholders.

#### **ARTICLE XIII - SHAREHOLDERS QUORUM & VOTING**

Fifty-one percent (51%) of the shares entitled to vote, represented in one person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of at least fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE XIV - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

#### **ARTICLE XV - SHAREHOLDERS MEETING REQUIRED**

Any section of the shareholders of this Corporation must be taken at a meeting of shareholders of this Corporation duly called as provided by law.

**ARTICLE XVI - POWERS**

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

IN WITNESS WHEREOF, WE, the undersigned, being the original subscribers to the capital stock hereinbefore named, have hereunto set our hands and seals this 23<sup>rd</sup> day of May, 2002, for the purpose of forming this Corporation to do business both within and without the State of Florida, do make and file in the office of the Secretary of State, these Articles of Incorporation and certify that the facts herein stated are true.

Jody A. Haney  
JODY A. HANEY

**STATE OF FLORIDA**

**COUNTY OF OKALOOSA**

BEFORE ME, the undersigned authority, personally appeared, JODY A. HANEY, who is personally known to me, or who has produced H. Dr. L. George #1500-421-69-027-0 as identification, and upon his oath acknowledged that he executed the foregoing Articles of Incorporation for the purposes set forth therein on the 23<sup>rd</sup> day of May, 2002.

[Signature]  
**NOTARY PUBLIC**, State of Florida  
My Commission Expires:



HAROLD F. PEEK, JR.  
MY COMMISSION # DD 065228  
EXPIRES: January 21, 2006  
Bonded thru Budget Notary Services

FILED

02 MAY 28 AM 9:55

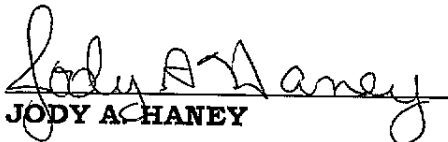
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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

That **JODY HANEY TILE COMPANY, INC.**, desiring to organize under the  
laws of the State of Florida, with its principle office as indicated in the Articles  
of Incorporation at the City \_\_\_\_\_ of Youngstown, County of Bay, \_\_\_\_\_ State of  
Florida, has named Jody A. Haney, of 9013 Creek Road, Youngstown, FL  
32466, as the agent for Service of Process within the State of Florida. 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.

By:

  
**JODY A. HANEY**