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September 23, 2002

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

500008010145--9
-09/25/02--01015--011
*****78.75 *****78.75

RE: Bishop Supply, Inc.
Our File No. 610.1

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with our firm's check in the amount of \$78.75 for payment of the following costs:

| | |
|------------------------------|----------------|
| Filing Fees | \$ 35.00 |
| Registered Agent Designation | \$ 35.00 |
| Certified Copy | <u>\$ 8.75</u> |
| | \$ 78.75 |

Please file these Articles upon receipt and return a certified copy to us.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to give me a call

Sincerely,

ALBERT J. STOPKA, III, P.A.

Mary Boyd, Legal Assistant to
Albert J. Stopka, III

mb
Enclosure(s)

FILED
02 SEP 25 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BISHOP SUPPLY, INC.

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESS

The name of this corporation is BISHOP SUPPLY, INC., and the street address of the initial principal office is 1228 Dundee Lane, Lynn Haven, Florida 32444 and its mailing address is 1228 Dundee Lane, Lynn Haven, Florida 32444.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - REGISTERED AGENT AND OFFICE ADDRESS

The name of the initial registered agent is Richard R. Bishop whose street address is 1228 Dundee Lane, Lynn Haven, Florida 32444.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

ARTICLE VI - INDEMNIFICATION

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

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - INCORPORATOR

The name of the person signing these Articles is Richard R. Bishop, whose address is 1228 Dundee Lane, Lynn Haven, Florida 32444.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of September, 2002.

Richard R. Bishop
Richard R. Bishop

STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of BISHOP SUPPLY, INC. was acknowledged before me this 23 day of September, 2002, by Richard R. Bishop, who: (Notary **must** check applicable box)

- is personally known to me.
- produced a current Florida driver's license as identification.
- produced _____ as identification

(SEAL)

Mary Boyd
(Print Name)

Notary Public
Commission # _____
My Commission Expires: _____



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

BISHOP SUPPLY, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 23rd day of September, 2002.

Richard R. Bishop

Richard R. Bishop
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP 25 AM 9:03

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