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COFFIELD & ASSOCIATES, P.A.

P. COLLEEN COFFIELD
ADMITTED IN FLORIDA AND LOUISIANA

1719 SOUTH COUNTY HIGHWAY 393
SANTA ROSA BEACH, FLORIDA 32459
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cclawsr@b@aol.com

April 10⁹, 2003

Secretary of State
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

Re: *John P. Goodwin's Stucco*

Dear Sir/Ma'am:

Enclosed please find the original and one copy of the executed Articles of Incorporation, as well as the Acceptance of Registered Agent, for the above referenced corporation. Also enclosed is a check in the amount of \$78.75 for the filing fee. Upon filing, please return the copy of the stamped Articles to me using the self-addressed, stamped envelope provided.

If you have any questions, please contact me. Thank you for your assistance in this matter

Sincerely,



P. Colleen Coffield

PCC/wlg

Enclosures

cc: client

ARTICLES OF INCORPORATION
OF
JOHN P. GOODWIN'S STUCCO, INC.

FILED
2003 APR 14 AM 9:56
STATE
FLORIDA

The undersigned subscriber of these ARTICLES OF INCORPORATION, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

Article I - Name

The name of this corporation is **JOHN P. GOODWIN'S STUCCO, INC.**

Article II - Duration

This corporation shall exist perpetually, commencing upon filing.

Article III - Purpose

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

Article IV - Address

The initial principal place of business of this corporation is 1261 N. 20TH St., DeFuniak Springs, FL 32433 and the mailing address of this corporation is 1261 N. 20th St., DeFuniak Springs, FL 32433.

Article V - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock with a par value of \$1.00 per share.

Article VI - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class of series as that which he already holds, shall have the right to purchase his pro-rata share

thereof, at the price at which it is offered to others.

Article VII - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1261 N. 20th St., DeFuniak Springs, FL 32433 and the name of the initial registered agent of this corporation at that address is John P. Goodwin.

Article VIII - Directors

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By-Laws. Directors of this corporation may be removed only for cause. The name and address of the initial director of this corporation is:

John P. Goodwin	1261 N. 20 th St., DeFuniak Springs, FL 32433
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Article IX - Incorporator

The name and address of the incorporator to these Articles of Incorporation is:

John P. Goodwin	1261 N. 20 th St., DeFuniak Springs, FL 32433
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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 and the Shareholders.

Article XI - Indemnification

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

Article XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation.

Article XIII - Restriction on Transferability of Stock

The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation, or to the corporation. The price and terms of which, and the time within which such shares may be offered and sold, shall be further specified in the By-Laws of this corporation.

The undersigned has executed these Articles of Incorporation this 9 day of April, 2003.



JOHN P. GOODWIN, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

John P. Goodwin's Stucco, Inc.

2. The name and street address of the registered agent and office is:

John P. Goodwin 1261 N. 20th St., DeFuniak Springs, FL 32433

and the mailing address of the registered agent is:

1261 N. 20th St., DeFuniak Springs, FL 32433

Signature

John P. Goodwin
John P. Goodwin, Director

Date

4/9/03

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature

John P. Goodwin
John P. Goodwin

Date

4/9/03

FILED
2003 APR 14 AM 9:56
STATE
FLORIDA