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Division of Corporations

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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : MICHAEL L. BERRY, JR., P.A.  
Account Number : I20000000089  
Phone : (904)285-4529  
Fax Number : (904)285-5336

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**Gates Empire Construction Co.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION  
OF  
Gates Empire Construction Co.**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**Name**

The name of the corporation is Gates Empire Construction Co.

**ARTICLE II**

**Term of Existence**

The corporation shall have perpetual existence, commencing upon July 8, 2003, or such other date no more than five (5) days prior to the filing of these Articles of Incorporation with the Florida Department of State, whichever is later.

**ARTICLE III**

**General Purpose of Corporation**

The general purpose of the corporation and the nature of the business to be transacted by the corporation are to engage in any and all activities and exercise any and all powers, rights, and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

**ARTICLE IV**

**Principal Office**

The principal office and mailing address of the corporation will be located at 455 Atlantic

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Blvd., Atlantic Beach, Florida 32233.

## ARTICLE V

### Capital Stock

The corporation is authorized to issue one hundred thousand (100,000) shares of common stock, having a par value of \$ .01 per share.

## ARTICLE VI

### Preemptive Rights

All holders of the corporation's common stock shall have preemptive rights with respect to any stock issued by the corporation subsequent to the date on which such shareholder purchased his or her shares. The preemptive right of each individual shareholder shall entitle such shareholder to purchase a percentage of the stock to be issued by the corporation such that his or her proportionate ownership interest in the corporation will remain the same.

## ARTICLE VII

### Indemnification

The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the corporation for any liability arising out of any act performed in furtherance of the officers', directors', employees', or agents' duties to the corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the corporation's bylaws and shall not deviate therefrom without amending said bylaws.

## ARTICLE VIII

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 333 First Street North, Suite 305, Jacksonville Beach, Florida 32250, and the name of the initial registered agent of this corporation at that address is Michael L. Berry, Jr.

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**ARTICLE IX**

**Incorporator**

The name and address of the incorporator of this corporation is:

Matthew S. Gates  
455 Atlantic Blvd.  
Atlantic Beach, FL 32233

IN WITNESS WHEREOF, the incorporator has executed these Articles on July 8, 2003.



Matthew S. Gates

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**Gates Empire Construction Co.****APPOINTMENT OF STATUTORY AGENT**

The undersigned, Gates Empire Construction Co., a Florida corporation, with its principal office in Atlantic Beach, Duval County, Florida, hereby appoints Michael L. Berry, Jr., a natural person residing in Duval County, Florida, as its statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the undersigned may be served. The complete address of said statutory agent is 333 First Street North, Suite 305, Jacksonville Beach, Florida 32250.

Dated: July 8, 2003.

Gates Empire Construction Co.

By: 

Matthew S. Gates

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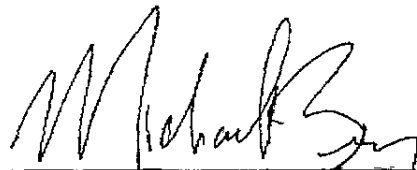
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**ACCEPTANCE OF APPOINTMENT**

TO: Gates Empire Construction Co.

The undersigned hereby accepts appointment as statutory agent of the above corporation upon whom any process, notice or demand required or permitted by statute may be served, and hereby confirms that he is familiar with, and accepts, the obligations of that position.

July 8, 2003.

  
Michael L. Berry, Jr.

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