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OVERSTREET, MILES, RITCH & CUMBIE, P.A. ATTORNEYS AT LAW

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R. Stephen Miles, Jr. John B. Ritch Fred H. Cumbie, Jr. Murray Overstreet, Of Counsel

Telephone: (407) 847-5151 Facsimile: (407) 847-3353

October 2, 2003

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

RE: John A. Black Construction, Inc.

Gentlemen:

Enclosed you will find original and one copy of Articles of Incorporation, together with our firm check in the amount of \$70.00. Please forward confirmation in care of this office.

Thanking you, I am

Sincerely yours

FHC, Jr.:dw Enclosures 1 Commence

ARTICLES OF INCORPORATION

OF

JOHN A. BLACK CONSTRUCTION, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is John A. Black Construction, Inc..

ARTICLE II - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is 100, all of which shall be common shares.

ARTICLE IV - DURATION

This corporation shall have perpetual existence.

ARTICLE V - PRE-EMPTIVE RIGHTS GRANTED

Every shareholder, upon issuance of any new stock in this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE VI - REGISTERED OFFICE

The corporation's principal registered office and mailing address shall be at 6770 Bay Shore Drive, St. Cloud, FL 34771. The shareholders may from time to time designate such other post office address and place for the registered office of this corporation as it may see fit. The Registered Agent of the corporation shall be John A. Black, at said address.

ARTICLE VII - DIRECTORS

The business of the corporation shall be managed by the shareholders of the corporation rather than Board of Directors.

NAME

17:10

John A. Black

ADDRESS

6770 Bay Shore Drive St. Cloud, FL 34771

ARTICLE VIII - INCORPORATORS

The name and street address of the subscribers of these Articles of Incorporation are: John A. Black, 6770 Bay Shore Drive, St. Cloud, FL 34771.

ARTICLE IX - STOCKHOLDERS

No stockholder of this corporation may sell or transfer his shares of stock, therein, except to another individual who is eligible to be a stockholder of this corporation. No stockholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all his shares.

ARTICLE X - ADDITIONAL CORPORATE POWERS

In furtherance hereof, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this corporation shall have all and singular the following powers:

- A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.
- B. To purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a corporation shall not be impaired thereby.
- C. To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

ARTICLE XI - ACTION BY SHAREHOLDERS WITHOUT A MEETING

The shareholders of this corporation may take action by written consent as provided by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribers to the capital stock hereinbefore named, have hereunto set their hands and seals this and day of October 2003, 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 of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

John A. Black

STATE OF FLORIDA COUNTY OF OSCEOLA

> EXPIRES: October 21, 2006 Bonded Thru Notary Public Underwriters

Before me personally appeared John A. Black, to me known to be the individual(s) described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same for the purposes the rein expressed, on this and day of October DIANA M. WALLIS MY COMMISSION # DD 128104

2003.

My Commission Expires: 10/21/06

ACCEPTANCE OF REGISTERED AGENT

I, John A. Black, having been named to accept service of process for John A. Black Construction, Inc., desiring to organize under the laws of the State of Florida, with its principal office at 6770 Bay Shore Drive, St. Cloud, FL 34771, hereby accepts to act as Registered Agent for said corporation, and agrees to comply with the provisions of the Florida Statutes, to keeping open said office, and upon whom process may be served.

ohn A. Black

(Registered Agent)

H:\Clients\Black, John and Fonda\John A. Black Construction, Inc\Articles of Incorporation.doc