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FLORIDA RESEARCH & FILING SERVICES, INC. 1211 CIRCLE DRIVE TALLAHASSEE, FL 32301 PHONE (850)656-6446 OFFICE USE ONLY WALK-IN FILING CORPORATION NAME 1. CARPENTRY UNLIMITED OF MANDARIN, INC. CHECK # 1060 AMOUNT\$ 78.75 PLEASE RETURN THE FOLLOWING: CERTIFIED COPY \_\_\_\_ PLAIN PHOTOCOPY CERTIFICATE OF GOOD STANDING / STATUS DOCUMENT TYPE: **NEW FILING** AMENDMENT REGISTRATION / QUALIFICATION

OTHER

# ARTICLES OF INCORPORATION DIVISION OF CORPORATIONS OF

CARPENTRY UNLIMITED OF MANDARING 31 PM 3: 45

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

#### Article I

#### Name

The name of the corporation is Carpentry Unlimited of Mandarin, Inc. and the address of the principal office and mailing address of the corporation is at 4754 Julington Creek Road, Jacksonville, FL 32258.

#### Article II

#### **Duration**

This corporation shall exist perpetually. Corporate existence shall commence on the date of these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

#### Article III

### **Nature of Business**

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

#### Article IV

#### Capital Stock

- (a) <u>Authorized Capital</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having no par value.
  - (b) Preemptive Rights. Shareholders shall have no preemptive rights.
  - (c) <u>Cumulative Voting</u>. Cumulative voting shall not be permitted.

(d) <u>Restrictions on Transfer of Stock.</u> The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

#### Article V

# **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 50 N. Laura Street, Suite 2600, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is Michael A. Walters.

#### Article VI

#### **Directors**

- (a) <u>Number</u>. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) <u>Initial Director</u>. The name and street address of the member of the first board of directors of the corporation is:

<u>Name</u>	-	Street Address
George Johnson		4754 Julington Creek Road Jacksonville, FL 32258

- (c) <u>Compensation.</u> The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.
- (d) <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### Article VII

#### **Bylaws**

The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaws is not subject to amendment or repeal by the board of directors.

# Article VIII

# Incorporator

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

Michael A. Walters 50 N. Laura Street, Suite 2600 Jacksonville, Florida 32202

IN WITNESS WHEREOF, the incorporator has executed these Articles the 30 day of December, 2003.

> Michael A. Walters Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT FOR THE ABOVE STATED CORPORATION, I HEREBY AGREE TO ACT IN THAT CAPACITY, AND I FURTHER STATE THAT I AM FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS OF THAT POSITION.

Dated: December 30, 2003.