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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

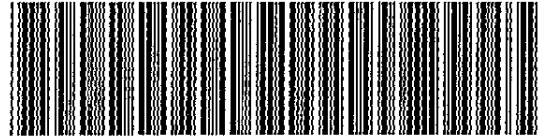
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EFFECTIVE DATE

12-18-03

FILED
03 DEC 23 PM 5:58
SECRETARY OF STATE
FALLS CHURCH, VIRGINIA

GRADY H. WILLIAMS, JR., LL.M.
ATTORNEY AT LAW
A Professional Association
1543-5 KINGSLEY AVENUE
ORANGE PARK, FLORIDA 32073
(904) 264-8800

MASTER OF LAWS
IN TAXATION

MAILING ADDRESS:
P. O. BOX 1542
ZIP: 32067-1542
FACSIMILE:
(904) 264-0155

December 22, 2003

Department of State
Division of Corporations
409 East Gaines Street
PO Box 6327
Tallahassee, FL 32314-6327

Re: CARNEY MASONRY, INC.

Dear Sirs:

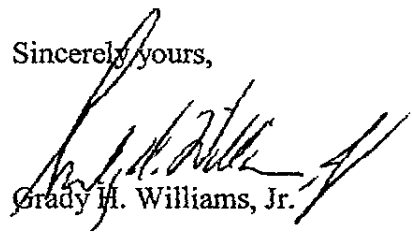
Enclosed are the original Articles of Incorporation for the above corporation and my Trust check #1453 in the amount of \$70.00 to cover costs as follows:

1. \$35.00 for filing fee; and
2. \$35.00 for designation of Registered Agent

I have also enclosed one copy of the Articles of Incorporation for date stamp certification by you and return to me in the self addressed stamped envelope provided herein.

If you have any questions, please call me.

Sincerely yours,


Grady H. Williams, Jr.

GHW,Jr./sgm
Enclosures

EFFECTIVE DATE

12-18-03

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03 DEC 23 PM 5:58

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

CARNEY MASONRY, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is CARNEY MASONRY, INC.

ARTICLE II. PRINCIPAL OFFICE.

The initial principal place of business of this corporation is 3229 South Juniper Ave., Middleburg, FL 32068, and the initial mailing address of this corporation is the same.

ARTICLE III. DURATION.

The corporation is to commence its corporate existence effective for all purposes as of December 18, 2003, notwithstanding the fact that these articles may be filed within five (5) business days of the effective date hereof. This corporation shall exist perpetually.

ARTICLE IV. PURPOSE.

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Chapter 607, Florida Statutes (2003), as amended, or any successor statute thereto (hereinafter, the "Act").

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to issue is 10,000 shares of one cent (\$.01) par value common stock.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE.

The name of the initial registered agent for the corporation is Grady H. Williams, Jr., and the street address of the initial registered office for the named registered agent is 1543-5 Kingsley Avenue, Orange Park, Florida 32073.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS.

Section 1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors, consisting of two (2) persons. The manner of election of the Board of Directors shall be as designated in the bylaws of this corporation.

Section 2. Initial Board. The name and address of the initial members of the board of directors is as follows:

NAME

ADDRESS

RONALD W. CARNEY

3229 South Juniper Ave.
Middleburg, Fl 32068

Section 3. Corporate Officers. The board of directors shall elect the following officers: President and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time.

ARTICLE VIII. PRE-EMPTIVE RIGHTS.

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the corporation that may from time to time be issued (whether or not presently authorized) including shares from the treasury, in the ratio that the number of shares he holds at time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of the shares and inviting him to exercise his pre-emptive rights. This right may also be waived by

affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of the notice from the corporation.

ARTICLE IX. AMENDMENTS.


These articles of incorporation may be amended in accordance with the Act.

ARTICLE X. INCORPORATOR.

The name and address of the person signing these articles is:

RONALD W. CARNEY
3229 South Juniper Ave.
Middleburg, FL 32068

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation to be effective for all purposes as of December 18, 2003, notwithstanding the fact that these articles may be actually filed with the Florida Department of State, Division of Corporations within five (5) business days of the effective date hereof.


RONALD W. CARNEY
Incorporator

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes (2003), and any successor statutes thereto, the following is submitted:

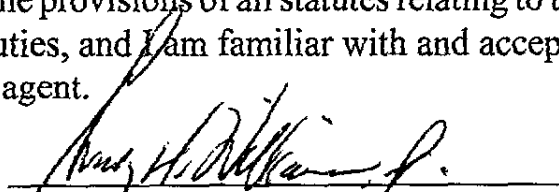
CARNEY MASONRY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the County of Clay, State of Florida, has named as its agent to accept service of process within this State:

Grady H. Williams, Jr.
1543-5 Kingsley Avenue
Orange Park, FL 32073

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03 DEC 23 PM 5:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

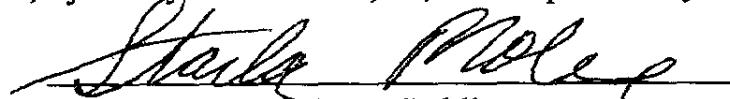
ACKNOWLEDGMENT:

Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the Act. 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.


Grady H. Williams, Jr.

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was acknowledged before me this 18th day of December, 2003, by Grady H. Williams, Jr., who is personally known to me.


Notary Public



EFFECTIVE DATE

12-18-03

FILED

03 DEC 23 PM 5:59

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

CARNEY MASONRY, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is CARNEY MASONRY, INC.

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The initial principal place of business of this corporation is 3229 South Juniper Ave., Middleburg, FL 32068, and the initial mailing address of this corporation is the same.

ARTICLE III. DURATION.

The corporation is to commence its corporate existence effective for all purposes as of December 18, 2003, notwithstanding the fact that these articles may be filed within five (5) business days of the effective date hereof. This corporation shall exist perpetually.

ARTICLE IV. PURPOSE.

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Chapter 607, Florida Statutes (2003), as amended, or any successor statute thereto (hereinafter, the "Act").

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to issue is 10,000 shares of one cent (\$.01) par value common stock.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE.

The name of the initial registered agent for the corporation is Grady H. Williams, Jr., and the street address of the initial registered office for the named registered agent is 1543-5 Kingsley Avenue, Orange Park, Florida 32073.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS.

Section 1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors, consisting of two (2) persons. The manner of election of the Board of Directors shall be as designated in the bylaws of this corporation.

Section 2. Initial Board. The name and address of the initial members of the board of directors is as follows:

NAME

ADDRESS

RONALD W. CARNEY

3229 South Juniper Ave.
Middleburg, Fl 32068

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affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of the notice from the corporation.

ARTICLE IX. AMENDMENTS.


These articles of incorporation may be amended in accordance with the Act.

ARTICLE X. INCORPORATOR.

The name and address of the person signing these articles is:

RONALD W. CARNEY
3229 South Juniper Ave.
Middleburg, FL 32068

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation to be effective for all purposes as of December 18, 2003, notwithstanding the fact that these articles may be actually filed with the Florida Department of State, Division of Corporations within five (5) business days of the effective date hereof.



RONALD W. CARNEY
Incorporator

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes (2003), and any successor statutes thereto, the following is submitted:

CARNEY MASONRY, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the County of Clay, State of Florida, has named as its agent to accept service of process within this State:

Grady H. Williams, Jr.
1543-5 Kingsley Avenue
Orange Park, FL 32073

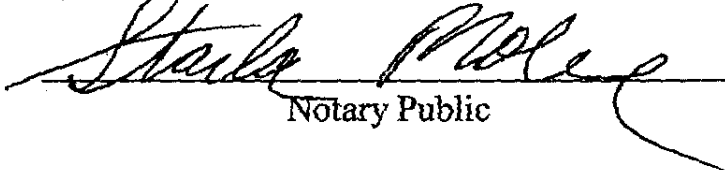
ACKNOWLEDGMENT:

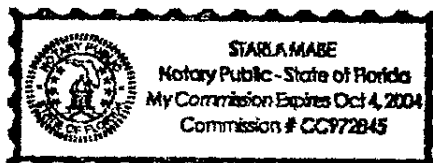
Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the Act. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Grady H. Williams, Jr.

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was acknowledged before me this 18th day of December, 2003, by Grady H. Williams, Jr., who is personally known to me.


Notary Public



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SECRETARY OF STATE
TALLAHASSEE FLORIDA