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| (Requestor's Name) | | |
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| (Address) | | |
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| (City/State/Zip/Phone #) | | |
| PICK-UP WAIT MAIL | | |
| (Business Entity Name) | | |
| (Document Number) | | |
| Certified Copies Certificates of Status | | |
| Special Instructions to Filing Officer: | | |
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Office Use Only



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Albert J. Stopka, III, P.A.

ATTORNEY AT LAW

P. O. BOX 300 108 Mosley Drive Lynn Haven, FL 32444

TELEPHONE: (850) 785-6600

FACSIMILE: (850) 872-9158

February 10, 2004

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

RE: Vic's Landscaping & Concrete, Inc.

Our File No. 795.1

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with our firm's check in the amount of \$78.75 for payment of the following costs:

| Filing Fees | \$35.00 |
|------------------------------|---------|
| Registered Agent Designation | \$35.00 |
| Certified Copy | \$ 8.75 |

Please file these Articles upon receipt and return a certified copy to our office.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to give me a call.

Sincerely,

ALBERT J. STOPKA, JII, P.A.

Mary Boyd, Legal Assistant to

Albert J. Stopka, III

mb

Enclosure(s)

FILED

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ARTICLES OF INCORPORATION OF VIC'S LANDSCAPING & CONCRETE, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESS

The name of this corporation is VIC'S LANDSCAPING & CONCRETE, INC., and the street address of the initial principal office is 1820 Moylan Road, Panama City Beach, FL 32408 and its mailing address is 1820 Moylan Road, Panama City Beach, FL 32408.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - REGISTERED AGENT AND OFFICE ADDRESS

The name of the initial registered agent is Victor McKenney, whose address is 1820 Moylan Road, Panama City Beach, FL 32408.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business corporation.

ARTICLE VI - INDEMNIFICATION

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

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - INCORPORATOR

The name of the person signing these Articles is Victor McKenney whose address is 1820 Moylan Road, Panama City Beach, FL 32408.

ARTICLE IX - INITIAL OFFICERS

The initial officers of the corporation and their addresses are as follows:

Victor McKenney 1820 Moylan Road Panama City, FL 32408 President/Secretary/Treasurer

| IN WIINESS WHEREOF, CL | ie undersigned subscriber has | | |
|--|--|--|--|
| executed these Articles of Incorpor | ration this day of | | |
| Jelemany, 2004. | Victor McConney Victor McKenney | | |
| STATE OF FLORIDA COUNTY OF BAY | Victor mckenney / | | |
| The foregoing Articles of Incorporation of VIC'S LANDSCAPING CONFRETE, INC. was acknowledged before me this /o day of, 2004, by VICTOR MCKENNEY, who: (Notary must check applicable box) | | | |
| is personally known to me. produced a current Florida dripproduced | ver's license as identification. as identification | | |
| (SEAL) Many Boyd My Commission DD267711 Expires December 13, 2007 | MARY BOYD (Print Name) Notary Public Commission # My Commission Expires: | | |

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

OF

VIC'S LANDSCAPING & CONCRETE, INC.

Having been named to accept service of process for the abovenamed corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 10 day of February, 2004.

Registered Agent