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TRANSMITTAL LETTER

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Division of Corporations
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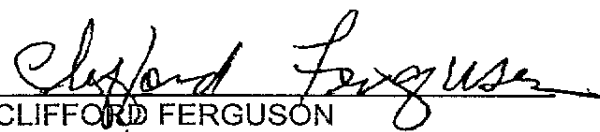
SUBJECT: FERGUSON AND SON, INC.

Enclosed is an original and one copy of the Articles of Incorporation, the Designation, and Acceptance of Registered Agent for a Florida Corporation.

Also enclosed is a check made payable to DEPARTMENT OF STATE for:

- | | | |
|-------------------------------------|----------|--|
| <input type="checkbox"/> | \$70.00 | Filing Fee |
| <input checked="" type="checkbox"/> | \$78.75 | Filing Fee & Certificate |
| <input type="checkbox"/> | \$122.50 | Filing Fee & Certified Copy |
| <input type="checkbox"/> | \$131.25 | Filing Fee, Certified Copy & Certificate |

FROM:


CLIFFORD FERGUSON
4865 33rd Street
Vero Beach, Florida 32967
(772) 532-4900

ARTICLES OF INCORPORATION OF FERGUSON AND SON, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is FERGUSON AND SON, INC..

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business of this corporation is:

4865 33rd Avenue.
Vero Beach, Florida 32967

The mailing address of this corporation is:

4865 33rd Avenue
Vero Beach, Florida 32967

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of One (\$1.00) Dollar per share.

50-Shares – Clifford Ferguson, Jr.

50- Shares – Clifford Ferguson

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is:

CLIFFORD FERGUSON
4865 33rd Avenue.
Vero Beach, Florida 32967

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TALLAHASSEE, FLORIDA

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator of these Articles of Incorporation is:

Clifford Ferguson, 4865 33rd Avenue, Vero Beach, FL 32967
Clifford Ferguson, Jr., 4865 33rd Avenue, Vero Beach, FL 32967

ARTICLE VI. DIRECTORS.

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws.

The names and street address of the members of the first Board of Directors are:

Clifford Ferguson, 4865 33rd Avenue, Vero Beach, FL 32967
Clifford Ferguson, Jr., 4865 33rd Avenue, Vero Beach, FL 32967

The director shall hold office until the first annual meeting or until his successor is elected or appointed and qualified as provided in the By-Laws.

ARTICLE VII. OPTIONAL PROVISIONS.

None.

The undersigned has executed these articles of incorporation on this 21
day of February, 2004.


CLIFFORD FERGUSON

DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of F.S. §607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is

FERGUSON AND SON, INC.

2. The name of the registered agent is

CLIFFORD FERGUSON

3. The address of the registered agent/registered office is

4865 33rd Avenue
Vero Beach, Florida 32967

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.

DATE: 2/21/04

Clifford Ferguson
CLIFFORD FERGUSON