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STATE
ALLIANCE
FLORIDA
2004 MAR 29 PM 3:36

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LIPPES & BRYAN, P.A.
ATTORNEYS AT LAW

ONE ENTERPRISE CENTER
225 WATER STREET, SUITE 2100
JACKSONVILLE, FLORIDA 32202

Harold S. Lippes
Mark C. Bryan

TELEPHONE (904) 633-8781
FACSIMILE (904) 633-7570

March 9, 2004

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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TALLAHASSEE FLORIDA

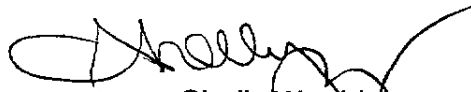
Re: Articles of Incorporation – Douglas Construction Co., Inc.

To Whom It May Concern:

Enclosed please find Articles of Incorporation for Douglas Construction Co., Inc., along with our firm's check in the amount of \$87.50 (\$78.75 – incorporation fee and \$8.75 for a Certificate of Status) to cover your fee for same.

If you should have any questions or comments, please contact me directly at 904-633-8781. Thank you for your assistance.

Sincerely,


Shelly Worthington,
Legal Assistant

:smw
Enclosure(s)



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

RECEIVED
04 MAR 29 AM 11:04
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE

March 19, 2004

LIPPES & BRYAN, P.A.
225 WATER STREET
SUITE 2100
JACKSONVILLE, FL 32202

SUBJECT: DOUGLASS CONSTRUCTION CO., INC.
Ref. Number: W04000011169

We have received your document for DOUGLASS CONSTRUCTION CO., INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 204A00018452

2004 MAR 29 PM 3:37
TALLAHASSEE FLORIDA
STATE

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ARTICLES OF INCORPORATION
OF
DOUGLASS CONSTRUCTION CO. OF JACKSONVILLE, INC.

2004 MAR 29 PM 3:37
TALLAHASSEE FLORIDA

Article I

Name

The name of the corporation is:
DOUGLASS CONSTRUCTION CO. OF JACKSONVILLE, INC.

Article II

Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, including, but not limited to, the construction contracting business.

Article III

Capital Stock

The authorized capital of this corporation shall be one thousand (1,000) shares of common stock with a par value of \$0.01 per share.

Article IV

Address

The initial street address of the principal office of this corporation is:

DOUGLASS CONSTRUCTION CO. OF JACKSONVILLE, INC.
835 8th Avenue
Jacksonville Beach, FL 32250

The Board of Directors may from time to time move the principal office to any other address in Florida.

Article V

Directors

(a) Initial Director(s): This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws adopted by the shareholders. Douglass Wardlaw Watson shall be the initial director of the corporation.

(b) Compensation: The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(c) Indemnification: 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 VI

Initial Director

The name and address of the members of the first Board of Directors is:

Douglass Wardlaw Watson
835 8th Avenue North
Jacksonville Beach, FL 32250

Article VII

Incorporator

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

Douglass Wardlaw Watson
835 8th Avenue North
Jacksonville Beach, FL 32250

Article VIII

Section 12344 Stock

The Board of Directors is authorized to issue Section 1244 Stock, as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

Article IX

Initial Registered Office and Agent

The name and street address of the initial registered office of this corporation is:

Mark C. Bryan, Esquire
Lippes & Bryan, P.A.
One Enterprise Center
225 Water Street, Suite 2100
Jacksonville, FL 32202

Article X

Amendment

These Articles of Incorporation may be amended, altered, changed, or repealed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a shareholder herein are granted subject to this reservation. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Article XI

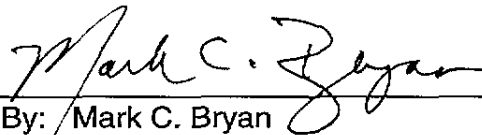
Effective Date

The existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Office of the Secretary of State of the State of Florida.


Article XII

Acceptance of Appointment as Registered Agent

Pursuant to Section 607.034, 607.037 and 607.325, Florida Statutes, the undersigned certifies that he is familiar with and accepts the obligations of the aforementioned statutes as the initial registered agent of this corporation.

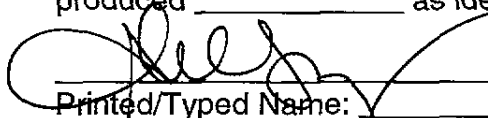

By: Mark C. Bryan

The undersigned submits these Articles of Incorporation for the purpose of filing same with the Office of the Secretary of State of the State of Florida.


Mark C. Bryan, Esquire, Agent and Attorney in fact for Douglass Construction Co. of Jacksonville, Inc.

State of Florida
County of Duval

The foregoing instrument was sworn to and subscribed before me this 20th day of March, 2004, by Mark C. Bryan, who is personally known to me or has produced _____ as identification.


Printed/Typed Name: _____
Notary Public-State of Florida
Commission Number: _____



Shelly Worthington
MY COMMISSION # DD197165 EXPIRES
May 3, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
2004 MAR 29 PM 3:37
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE FLORIDA