

Mar. 31. 2004 2:52PM

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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Wickless Construction, Inc.

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Corporate Filing

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ARTICLES OF INCORPORATION
OF
WICKLESS CONSTRUCTION, INC.

ARTICLE I

Name

The name of the corporation is WICKLESS CONSTRUCTION, INC.

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purpose

The purpose of this corporation is to engage in the constructive business and in the transaction of any and all business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each having a par value of \$10.00.

ARTICLE V

Principal Office and Address

The initial principal office of this corporation and mailing address is 688 Grove Park Circle, Fernandina Beach, FL 32034. The name of the initial registered agent and address is Gary Wickless, 688 Grove Park Circle, Fernandina Beach, FL 32034.

ARTICLE VI

Director

The corporation shall have one (1) director initially, whose name and street address is as follows:

Gary Wickless

688 Grove Park Circle
Fernandina Beach, FL 32034 .

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ARTICLE VII

Subscriber

The names and addresses of the incorporators of this corporation are as follows: Gary Wickless, 688 Grove Park Circle, Fernandina Beach, FL 32034.

ARTICLE VIII

Officers

This corporation shall have the following officers: President, Vice-President, Secretary, and Treasurer, and such other officers as may be appointed by the Board of Directors or established by the By-Laws from time to time.

ARTICLE IX

Miscellaneous

A. This corporation shall have the following powers: All powers as are now and as are hereafter conferred upon it by law. This corporation shall continue to have all powers which the law now confers upon it, even though the law conferring such power or powers is later amended or repealed. This provision shall be construed to give this corporation the broadest and most comprehensive powers permitted by law.

B. This corporation shall establish plans such as, but not limited to, pension and/or profit sharing, wage continuation, group terms, medical care and accident and health.

C. Ownership of stock in this corporation shall not be required to make any person eligible to hold office or to become a director or officer in this corporation.

D. Any subscriber or stockholder present at any meeting either in person or by proxy, and any director present in person or by proxy, and any director present in person at any meeting of the Board of Directors shall be conclusively deemed to have received proper notice of such meeting unless he shall make objection at such meeting of any defect of insufficiency of notice.

E. 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 condition upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any capacity and receive compensation therefore in any form.

F. Unless otherwise provided in the By-Laws, stockholders shall have a preemptive right to purchase their pro rate share of new stock.

G. Unless otherwise provided in the By-Laws cumulative voting shall not be permitted.

H. No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any director or officer of this corporation is interested in or is a director or officer of such other corporation.

I. Any director of this corporation, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested.

ARTICLE X

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless the directors and stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation may be amended in any other manner permitted by law.

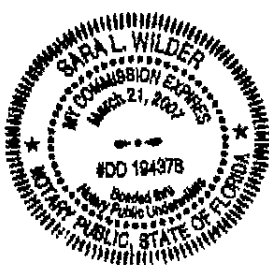
IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, executed these Articles of Incorporation and certified to the truth of the facts herein stated, this 16th day of March, 2004.



Gary Wickless

STATE OF FLORIDA
COUNTY OF NASSAU

BEFORE ME, the undersigned authority, this day personally appeared before me Gary Wickless who is known to me and/or has produced the following identification PDL 0243-245-SS-338-12 and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 16th day of March, 2004.

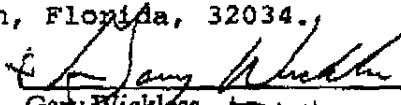



Sara L. Wilder
Notary Public
My Commission Expires:

ACCEPTANCE OF DESIGNATION

STATE OF FLORIDA
COUNTY OF NASSAU

Gary Wickless, having been duly sworn according to law, deposes and says the following: I hereby acknowledge and agree to be the initial registered agent of WICKLESS CONSTRUCTION, INC. My mailing address and address for service of process is 688 Grove Park Circle, Fernandina Beach, Florida, 32034.



Gary Wickless FDL#
W2472-295-55-338-0

STATE OF FLORIDA
COUNTY OF NASSAU

The foregoing instrument was acknowledged before me by Gary Wickless, who is personally known to me and who did not take an oath and who executed the foregoing instrument, and acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 16th day of March, 2004.




Notary Public
My Commission Expires:

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