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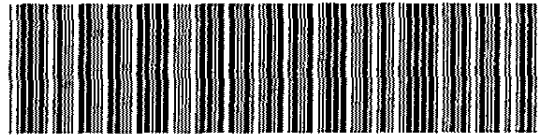
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: The Groun Man of N.E. Fla., Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Lecilia Bryant, P.A.  
Name (Printed or typed)

1400 Prudential Drive, Suite 7  
Address

Jacksonville, Florida 32207  
City, State & Zip

(904) 346-3366  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION of  
THE GROUT MAN OF N.E. FLA, INC.**

**ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is THE GROUT MAN OF N.E. FLA., INC., and its principal place of business shall be located at 10659 Mud Lake Rd., Glen St. Mary, Florida 32040.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1000) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares."

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 10659 Mud Lake Rd., Glen St. Mary, Florida 32040, and the name of the initial registered agent of this corporation at that address is DAMON FERNANDEZ.

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 as provided for in Chapter 608, Florida Statutes.*

  
Registered Agent's Signature

**ARTICLE VII - DIRECTORS**

Initially, this corporation shall have one (1) Director who shall serve until his/her successor shall be elected/appointed at the first meeting of the stockholders, and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws.

**ARTICLE VIII - OFFICERS**

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
President: Damon Fernandez	10659 Mud Lake Rd., Glen St. Mary, Florida 32040
Treasurer: Damon Fernandez	10659 Mud Lake Rd., Glen St. Mary, Florida 32040
Secretary: Damon Fernandez	10659 Mud Lake Rd., Glen St. Mary, Florida 32040

**ARTICLE IX - INCORPORATOR**

The name and address of the Incorporator signing these articles is Damon Fernandez, 10659 Mud Lake Rd., Glen St. Mary, Florida 32040.

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided under §607.0831, Florida Statutes (1990).

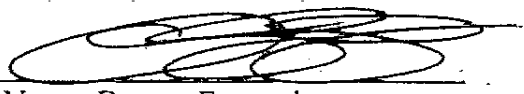
**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: May 25, 2004.

By: \_\_\_\_\_



Printed Name: Damon Fernandez  
Incorporator

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TALLAHASSEE, FLORIDA

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