

Sep. 2, 2004, 9:19AM Porges, Hamlin Lakewood Ranch

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**FLORIDA PROFIT CORPORATION OR P.A.**

**DAVID & SONS OF SOUTH FLORIDA, INC.**

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**ARTICLES OF INCORPORATION  
OF  
DAVID & SONS OF SOUTH FLORIDA, INC.**

**ARTICLE I. NAME**

The name of this corporation shall be DAVID & SONS OF SOUTH FLORIDA, INC.

**ARTICLE II. PRINCIPAL OFFICE**

The mailing address and principal place of business of the corporation is 450 47<sup>th</sup> Street West, Bradenton, Florida 34209.

**ARTICLE III. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of signing of these Articles of Incorporation. This corporation's duration shall be perpetual.

**ARTICLE IV. PURPOSE**

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

**ARTICLE V. CAPITAL STOCK**

This corporation shall have the authority to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common capital stock.

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#### ARTICLE VI. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one (1).

The name and address of the individual who shall serve as the Initial Board Of Directors is: DAVID LAUTERBACH, 450 47<sup>th</sup> Street West, Bradenton, Florida 34209.

#### ARTICLE VIII. INDEMNIFICATION

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

#### ARTICLE IX. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 450 47<sup>th</sup> Street West, Bradenton, Florida 34209.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: DAVID LAUTERBACH.

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ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: DAVID LAUTERBACH, 450 47<sup>th</sup> Street West, Bradenton, Florida 34209.

ARTICLE XI. AMENDMENT OF ARTICLES

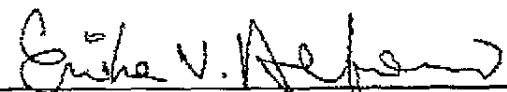
The power to adopt, alter, amend or repeal the Articles Of Incorporation of this corporation shall be vested in the shareholders by a seventy-six percent (76%) vote.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 1<sup>st</sup> day of September, 2004.

  
DAVID LAUTERBACH, Incorporator

STATE OF FLORIDA  
COUNTY OF MANATEE

On Sept. 2<sup>nd</sup>, 2004, DAVID LAUTERBACH, designated above as the individual who shall serve as this corporation's incorporator, who is ( ) personally known to me or (X) produced LICENSE as identification, and who did not take an oath personally appeared before me and signed these Articles Of Incorporation.

  
Notary Public, State of Florida  
ERIKA V. ALFARO



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**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of DAVID & SONS OF SOUTH FLORIDA, INC., which is contained in the foregoing Articles of Incorporation. Pursuant to Section 607.0501(3), Florida Statutes (2004), I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 1<sup>st</sup> day of September, 2004.

  
\_\_\_\_\_  
DAVID LAUTERBACH, Registered Agent