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## ALLEN A. BALDWIN Attorney At Law Included In: 308 St. Johns Avenue Who's Who In America Palatka, FL 32177 Who's Who In American Law (386) 325-7549 (Address) (City/State/Zip/Phone #) PICK-UP WAIT MAIL (Business Entity Name) (Document Number) Certified Copies \_\_\_ Certificates of Status Special Instructions to Filing Officer:

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## ARTICLES OF INCPRPORATION OF KERCE FRAMING CORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

- I. The name of this corporation is: KERCE FRAMING CORPORATION.
- 2. The Post Office address of the principal office of this corporation in the State of Florida is: I28 PINE TERRACE, INTERLACHEN, FLORIDA 32I48.
- 3. The Board of Directors may from time to time move the office to any other place in Florida.
  - 4. This corporation shall have perpetual existence.
- 5. The corporate purpose is to include the transaction of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- 6. The total number of shares that may be issued by the corporation is IOO shares of Common Stock of the Par Value of Five Dollars per share. Any shareholder may sell his shares to others as he or she may desire.
- 7. The amount of capital with which this corporation will begin business is Five Hundred Dollars.
- 8. This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By Laws. The names and Post Office addresses of the initial members of the Board of Directors of this corporation are:

Alicia Kerce I28 Pine Terrace Interlachen, Florida 32I48

John Kerce, Jr. 128 Pine Terrace Interlachen, Florida 32148 The mailing address for both initial directors is: P.O. BOX 943, INTERLACHEN, FLORIDA 32148.

All decisions made by the Board of Directors, in order to bind the corporation, must be unanimous.

9. The offic rs of this corporation shall consist of a President, a Secretary—
Treasurer, and a Vice President, each of whom shall be elected by the Board of
Directors. Such other officers and assistants and agents as may be deemed necessary may
be elected or appointed by the Board of Directors from time to time, The directors
shall elect officers of the corporation annually, at a time to be fixed by the By Laws.

The president shall manage the corporation. The president's signature, together with the signature of the vice president, shall bind the corporation. Both signatures shall be necessary.

The specific duties of the corporate officers shall be as printed in the By Laws of the corporation.

The names of the officers who are to serve until the first election or appointment are:

President - ALICIA KERCE

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Vice President - JOHN KERCE, JR.

Secretary-Treasurer - ALICIA KERCE

IO. These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be by unanimous vote of the Board of Directors at a regular or special meeting of the board. Any amendment by be proposed by any member of the Board.

II. The By Laws may be made, altered or rescinded only by the unanimous vote of the Board of Directors at a regular or special meeting of the Board.

I2. This corporation is authorized to indemnify any director, officer or employee against expenses actually and necessarily incurred by said person, in any legal action, suit or proceeding in which said person is made a party by reason of his or her position in the corporation in the performance of lawful and authorized acts.

- I3. The Board of Directors is authorized to pay reasonable compensation to its members for their services to the corporation. Any director may also act in any other capacity in the employ of the corporation, and be paid for such service.
- Il. The corporation shall have the right to amend or repeal any provision contained in these Articles.
  - 15. Ownership of stock shall not be required to hold any office in the corporation.
- I6. The holders of stock shall be entitled to receive dividends out of the assets of the corporation, at the option of the Board of Directors.
- I7. The name and address of the initial registered agent for the corporation is: ALICIA KERCE, I28 PINE TERRACE, INTERLACHEN, FLORIDA 32148.

I hereby accept the appointment as initial registered agent for this corporation.

ALICIA KERCE, Agent

18. The name and Post Office address of the subscriber of these Articles is: ALICIA KERCE, 128 PINE TERRACE, INTERLACHEN, FLORIDA 32148.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, and one of the first directors thereof, has executed these Articles of Incorporation this 2844 day of February, 2005.

ALICIA KERCE, Affiant

STATE OF FLORIDA COUNTY OF PUTNAM

The foregoing instrument was acknowledged before me this 2844 day of February, 2005 by ALICIA KERCE, who is personally known to me, and she acknowledged before me that she subscribed to these Articles of Incorporation.

allen a. Baldulur

