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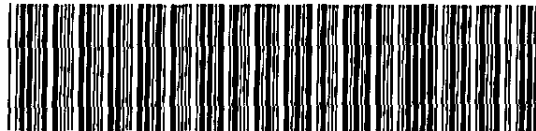
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 AUG 15 PM 12:49

MRD
8/16

1005-36077

TRANSMITTAL LETTER

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

SUBJECT: B & W Fernerys Inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is 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

ADDITIONAL COPY REQUIRED

FROM: _____
Name (Printed or typed)

**BENJAMIN F. WREN III
ATTORNEY AT LAW**

**925 Mercers Fernery Rd.
DeLand, FL 32720**

**BENJAMIN F. WREN III
ATTORNEY AT LAW
925 Mercers Fernery Rd.
DeLand, FL 32720**

City, State & Zip

386 734 6809
Daytime Telephone number

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



RECEIVED

05 AUG 15 AM 9:00

FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

July 29, 2005

BENJAMIN F WREN III, ESQ
925 MERCERS FERNERY RD
DELAND, FL 32720

SUBJECT: B & W FERNERIES, INC.
Ref. Number: W05000036077

We have received your document for B & W FERNERIES, 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 245-6879.

Ruby Dunlap
Regulatory Specialist
New Filings Section

Letter Number: 305A00049404

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 AUG 15 PM 12:49

**ARTICLES OF INCORPORATION
OF
B & W FERNERIES, INC.**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME/REGISTERED OFFICE ADDRESS

The name of this corporation is:

B & W FERNERIES, INC.

Mailing Address:

P. O. Box 225
Seville, FL 32190

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of Ten and No/100ths Dollars (\$10.00) par value common stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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:

1625 Tilly Byrd Road
Seville, FL 32190

And the name of the initial registered agent of this corporation at this address is:

JAMES C. WATERS, JR.
1625 Tilly Byrd Road
Seville, FL 32190

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one(1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial director of the corporation are:

JAMES C. WATERS, JR.
1625 Tilly Byrd Road
Seville, Florida 32190

JAMES K. WATERS
1625 Tilly Byrd Road
Seville, Florida 32190

ARTICLE VIII. OFFICERS

The officers of this corporation shall be a President/Treasure and Secretary and such other officers as the directors shall deem necessary. The name, title and street address of the first officers of the corporation who shall hold office subject to the provisions of these Articles of Incorporation, the Bylaws of this corporation, and the laws of the State of Florida, for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

JAMES K. WATERS - PRESIDENT
1625 Tilly Byrd Road
Seville, Florida 32190

ARTICLE IX. INCORPORATOR

The names and addresses of the persons signing these Articles are:

JAMES C. WATERS, JR.
1625 Tilly Byrd Road
Seville, Florida 32190

ARTICLE X. BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

JAMES C. WATERS, JR.	50 Shares
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JAMES K. WATERS

50 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII. APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIII. SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation duly called as provided by law.

ARTICLE XIV. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XV. POWERS

This corporation shall have all of the corporate powers enumerated in the

Florida General Corporation Act, except this corporation shall not have the power to be a promoter, incorporator, partner, member, associate or management of any corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XVI. MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in general meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XVII. ACTION OF DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XVIII. AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders in subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 22nd day of July, A.D., 2005.



JAMES C. WATERS, JR., Subscriber

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and county set forth above, personally appeared JAMES C. WATERS, JR., known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he has acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of July, A.D., 2005.

The foregoing instrument was acknowledged before me this same date by the above-described person who produced a Florida Driver's License as identification and who did not take an oath.


Notary Public, State of FL
My Commission Expires:



FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

05 AUG 15 PM 12:49

Pursuant to the provisions of sections 607 or 617, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designation of the registered office/registered agent, in the State of Florida.

1. The name of the corporation is
B & W FERNERIES, INC.
2. The name of the registered agent and office is:
JAMES C. WATERS, JR.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

Date:

8/10/05


Signature/Incorporator

Date:

8/10/05