

P070000 19059

Faust  
-9140 E. Moccasin Slough Rd  
Inverness, FL 33450  
(Address)

(City/State/Zip/Phone #)

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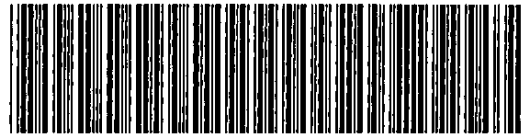
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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4-5927 V#

**FEBRUARY 2, 2007**

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

**Re: ICF WALLS N FLOORS, INC.**

**Ladies/ Gentlemen:**

**Enclosed please find Articles of Incorporation, Along with papers that you asked me to send back. Please file the Articles, issue and return to me a certified copy of same and my Charter.**

**Thank you for your cooperation and assistance herein.**

**Yours very Truly,**

A handwritten signature in cursive script, reading "Geo Faust", written over a horizontal line.

**George Faust  
9140 E. Moccasin Slough Rd.  
Inverness, FL. 34450  
352-572-5520**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 5, 2007

GEORGE FAUST  
9140 E. MOCCASIN SLOUGH RD  
INVERNESS, FL 34450

SUBJECT: ICF WALLS N FLOORS, INC.  
Ref. Number: W07000005927

We have received your document for ICF WALLS N FLOORS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 245-6962.

Valerie Herring  
Document Specialist  
New Filing Section

Letter Number: 307A00008681

**ARTICLES OF INCORPORATION**

**OF**

**ICF WALLS N FLOORS, INC.**

**ARTICLE I – NAME**

The name of the corporation is *ICF WALLS N FLOORS, INC.*

**ARTICLE II – DURATION**

This corporation shall exist perpetually, commencing at the time of filing these articles With the Secretary of State of Florida.

**ARTICLE III – PURPOSES**

This corporation is organized for the purposes of transacting and or all lawful business.

**ARTICLE IV – CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares at \$1.00 par value, Common stock which shall be designated "Common Shares". One hundred (100) shares shall be issued initially.

**ARTICLE V – VOTING RIGHTS**

Except as otherwise provided by law. The entire voting power for the election of directors and for all other shall be vested exclusively in the holders of the issued Common Shares.

**ARTICLE VI – PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind 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.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 9140 E. Moccasin Slough Rd. Inverness, Florida 34450-6203, and the name of the initial registered agent of this corporation at that address is: George Faust.

I hereby am familiar with and accept the duties and responsibilities of Registered Agent And Incorporator.

Signed George Faust Registered Agent / Incorporator

## **ARTICLE VIII – 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. The name and address of the initial director of this corporation is George Faust 9140 E. Moccasin Slough Rd. Inverness, Florida 34450-6203.

## **ARTICLE IX – INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office is 9140 E. Moccasin Slough Rd. Inverness, Florida 34450-6203 and is the same address as the initial registered agent of the corporation as contained in Article VII of these Articles of Incorporation.

## **ARTICLE X – INCORPORATOR**

The name and address of the person signing these articles is: George Faust 9140 E. Moccasin Slough Rd. Inverness, Florida 34450-6203.

## **ARTICLE XI – BYLAWS**

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

## **ARTICLE XII –CALLING OF SPECIAL MEETINGS**

Special meetings of shareholders may be called by the Board of Directors of this Corporation.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### **ARTICLE XIII – SHAREHOLDER QUORUM VOTING**

Fifty-One percent (51%) of the share entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one percent (51%) of shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

### **ARTICLE XIV – INDEMNIFICATION**

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

### **ARTICLE XV – AMENDMENT**

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

### **ARTICLE XVI – RESTRICTIONS ON TRANSFER OF STOCK**

Shares held by the initial stockholders 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.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER/S has/have executed these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 2007

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**George Faust**  
**9140 E. Moccasin Slough Rd.**  
**Inverness, Florida 34450-6203**