Confedication Information Services, Inc. 1201 HAYS STREET 50000 TALLAHASSEE, FL 3 904-222-9171 904-222-0393 FAX

MAIL TO: P.O. Box 5828 TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE: 547826 6849A

AUTHORIZATION :

COST LIMIT :

ORDER DATE: February 23, 1995

ORDER TIME : 11:56 AM

ORDER NO. : 547826

700001415147

CUSTOMER NO:

6849A

CUSTOMER: Mary Bradtke, Legal Asst

ASMA & WRIGHT

886 South Dillard Street

Winter Garden, FL 34787

DOMESTIC FILING

000015731

NAME:

S & A CONSTRUCTION, INC.

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

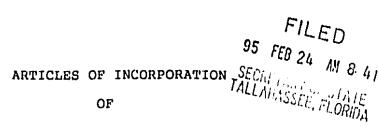
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY XXX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

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S & A CONSTRUCTION, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

S & A CONSTRUCTION, INC.

The address of the principal office of this corporation shall be 326 South Dillard Street, Winter Garden, Florida 34787, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Saul P. Grimes Dir.

326 South Dillard Street Winter Garden, Florida 34787

Ann M. Grimes Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Saul P. Grimes Pres.

326 South Dillard Street Winter Garden, Florida 34787

Ann M. Grimes Sec./Treas.

Same

Raymond G. Spears

Same

V.Pres.

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc. 1201 Hays Street Tallahassee, Florida 32301 IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on February 24, 1995.

CORPORATION INFORMATION SERVICES, INC.

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

ts Agent, Karen B. Rozar

CLD/jwk

P95000/573/
Attorneys and Counselors At Law

William N. Auma Lynn Walker Wright Attorneys and Counselors At Lav 888 South Dillard Street Post Office Box 771340 Winter Garden, Florida 34777s1340

(407) 656-5750 PAX No. (407) 658-0486

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

> RE: S & A CONSTRUCTION, INC. Change of Registered Agent

5 (1.34°) (1.34°) (1.75°) (1.75°) - 1.50°) (1.65°) (1.54°) (1.55°) - 44444 (1.56°) (1.56°) (1.56°)

Dear Sir/Madam:

Enclosed please find a Statement of Change of Registered Office and Registered Agent duly executed by Saul P. Grimes as President of the above-named corporation along with a check in the sum of \$35.00 as your fee for making the change in Registered Agent so indicated on the enclosed form.

Thank you for your attention to this matter, and, please return a copy of this letter so enclosed indicating your receipt of same in the enclosed envelope.

Sincerely,

ASMA & WRIGHT, P.A

Mary T. Bradtke,

Legal Assistant

:mtb enclosures

user02/corp/S & A

Pholips

STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT
Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1503. Florida Statutes, the under igned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida. 1. The name of the corporation is: S & A CONSTRUCTION, INC.
2. The name and address of its present registered agent is:
CORPORATION INFORMATION SERVICES, INC. 1201 Hays Street Tallahassee, Florida 32301
Tallahassee, Florida 32301 3. The name and street address to which its registered agent is to be changed is: (2.0. BOX NOT ACCEPTABLE)
Saul P. Grimes, 326 South Dillard Street, Winter Garden, Florida 34787
 The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors. Saul P. Grimes, President Signature
(Typed or primed name and title) Signature 44 (President or Vice President)
DateMarch 6, 1995
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.
Please Print/Type Name Saul P. Grimes
Signature Add (1990)
DateMarch 6, 1995

FILING FEE \$35

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Title Filed