

PA5000031276

Norris, Koberlein & Anderson, P.A.

ATTORNEYS AT LAW
COMMUNITY NATIONAL BANK BUILDING
201 N. MARION STREET - SUITE 301
P.O. DRAWER 2349
LAKE CITY, FL 32055-2349

JOHN E. NORRIS
FREDERICK L. KOBERLEIN
EDDIE M. ANDERSON
GUY W. NORRIS

TEL: (904) 752-7240
FAX: (904) 752-1577

April 13, 1995

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

2000011457572
-04/17/95--01053--004
***122.50 ***122.50

RE: S & L Construction Services, Inc.

Gentlepersons:

Enclosed are original and one copy of Articles of Incorporation of S & L Construction Services, Inc., along with this firm's check in the amount of \$122.50 which represents \$35.00 for the filing fee, \$52.50 for the certified copy, and \$35.00 for the Registered Agent Designation.

Please file the Articles of Incorporation and return the certified copy of same to this office.

Thank you for your courtesies.

Sincerely yours,


John E. Norris

JEN:dac
Enclosures
cc w/encl.: Mr. Joe Anderson, III

APR 21 1995

BSB

FILED
APR 17 AM 9:24
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
S & L CONSTRUCTION SERVICES, INC.

FILED

95 APR 17 AM 9:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit under the Florida General Corporation Act.

ARTICLE I. NAME

The name of the corporation is S & L CONSTRUCTION SERVICES, INC.

ARTICLE II. DURATION

The duration of this corporation is perpetual.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock or treasury 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 INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is 201 N. Marion Street, Suite 301, Lake City, Florida 32055, and the name of its initial registered agent at such address

is John E. Norris. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VII. PRINCIPAL OFFICE

The street address of the principal office of the corporation is Highway 349 North, Old Town, Florida 32680, and the mailing address of the principal office of the corporation is P. O. Drawer 2349, Lake City, Florida 32056-2349.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of four (4) members, such members to hold office until their successors have been duly elected and qualified. The names and street addresses of the initial directors are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Joe H. Anderson, III	Highway 349 North Old Town, Florida 32680
Sonya R. Anderson	Highway 349 North Old Town, Florida 32680
M. Douglas Anderson	Highway 349 North Old Town, Florida 32680
Melissa Gail Anderson	Highway 349 North Old Town, Florida 32680

ARTICLE IX. INCORPORATOR

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

<u>NAME</u>	<u>STREET ADDRESS</u>
John E. Norris	201 N. Marion Street, Suite 301 Lake City, Florida 32055

ARTICLE X. TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on transfer or alienation of the shares of stock of this corporation.

ARTICLE XI. BY-LAWS

The power to adopt, alter, amend, or repeal the By-Laws of this corporation shall be vested in the Board of Directors; provided, however, that By-Laws adopted by the Board of Directors may be altered, amended or repealed by the shareholders entitled to vote thereon. New By-Laws may be adopted, altered, amended, or repealed by a vote of the shareholders, and the shareholders may prescribe in any By-Law made by them that such By-Law shall not be altered, amended, or repealed by the Board of Directors. The By-Laws may contain any provisions for the regulation and management of the affairs of this corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE XII. AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.


JOHN E. NORRIS
Incorporator

STATE OF FLORIDA

COUNTY OF COLUMBIA

The foregoing instrument was acknowledged before me this 12th day of April, 1995, by JOHN E. NORRIS, who is personally known to me.

NOTARY PUBLIC:

Sign Diane A. Cox

Print Diane A. Cox

State of Florida at Large (Seal)

My Commission Expires:

OFFICIAL NOTARY SEAL
DIANE A COX
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC42359
MY COMMISSION EXP. FEB. 9, 1996

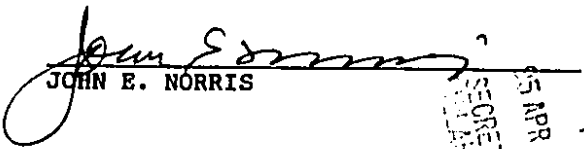
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

First, that S & L CONSTRUCTION SERVICES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Incorporation at the City of Old Town, County of Dixie, State of Florida, has named JOHN E. NORRIS, whose address is 201 N. Marion Street, Suite 301, Lake City, Florida 32055, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above styled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act, relative to keeping open said office.



JOHN E. NORRIS

FILED
15 APR 17 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P9 5000031276
Norris, Koberlein & Anderson, P.A.

ATTORNEYS AT LAW
ONE NATIONAL BANK BUILDING
201 N. MARION STREET - SUITE 301
P.O. DRAWER 2349
LAKE CITY, FL 32056-2349

JOHN E. NORRIS
FREDERICK L. KOBERLEIN*
EDDIE M. ANDERSON
GUY W. NORRIS

TEL: (904) 752-7240
FAX: (904) 752-1577
IDENTIFIED CIRCUIT COURT MEDIATOR

March 3, 1997

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

200002104752--5
-03/05/97--01054--006
*****87.50 *****87.50

RE: S & L Construction Services, Inc.

Gentlepersons:

Enclosed are original and one copy of Articles of Dissolution of S & L Construction Services, Inc., along with this firm's check in the amount of \$87.50 which represents \$35.00 for the filing fee and \$52.50 for the certified copy.

Please file the Articles of Dissolution and return the certified copy of same to this office.

Thank you for your courtesies.

Sincerely yours,


John E. Norris

JEN:dac
Enclosures
cc w/o encls.: Mr. Joe H. Anderson, Jr.
Mr. Allen Murphy

FILED
97 MAR -5 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OFF
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JEN:dac
2/24/97

ARTICLES OF DISSOLUTION
OF
S & L CONSTRUCTION SERVICES, INC.

FILED
91 MAR -5 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. These are Articles of Dissolution of S & L CONSTRUCTION SERVICES, INC., a Florida corporation.

2. The names and respective addresses of its officers are as follows:

SONYA R. ANDERSON, President
Highway 349 North
Old Town, FL 32680

MELISSA GAIL ANDERSON, Vice President
Highway 349 North
Old Town, FL 32680

JOE H. ANDERSON, III, Secretary/Treasurer
Highway 349 North
Old Town, FL 32680

3. The names and respective addresses of its Directors are as follows:

JOE H. ANDERSON, III
Highway 349 North
Old Town, FL 32680

SONYA R. ANDERSON
Highway 349 North
Old Town, FL 32680

M. DOUGLAS ANDERSON
Highway 349 North
Old Town, FL 32680

MELISSA GAIL ANDERSON
Highway 349 North
Old Town, FL 32680

4. Provision has been made to pay all liabilities and obligations of the corporation including, but not limited to, all

contingent or unmatured claims known to the corporation.

5. A copy of the minutes of the special joint meeting on February 3, 1997, of the Stockholders and Directors of said corporation, during which the Stockholders unanimously voted to dissolve said corporation, is attached to these Articles of Dissolution.

6. The corporation was dissolved as of Midnight, February 3, 1997.

7. These Articles of Dissolution shall be delivered to the Department of State, accompanied by the payment of all fees.


SONYA R. ANDERSON, President

ATTEST:


JOE H. ANDERSON, III, Secretary

ACKNOWLEDGMENT

Before me, the undersigned officer, personally appeared this day SONYA R. ANDERSON and JOE H. ANDERSON, III, each of whom is personally known to me, and known to me to be the President and Secretary, respectively, of S & L CONSTRUCTION SERVICES, INC., a Florida corporation, who executed the foregoing Articles of Dissolution, and they acknowledged before me that they executed the same.

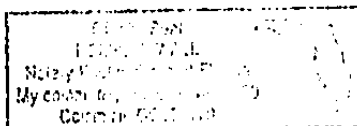
WITNESS my hand and official seal in the State and County aforesaid this 22nd day of February, 1997.

NOTARY PUBLIC:

Sign 

Print ROLEE WALL

State of Florida at Large (Seal)
My Commission Expires:



MINUTES OF SPECIAL JOINT MEETING OF
STOCKHOLDERS AND DIRECTORS OF
S & L CONSTRUCTION SERVICES, INC., A FLORIDA CORPORATION

Pursuant to due notice, a special joint meeting of the Stockholders and Directors of S & L CONSTRUCTION SERVICES, INC., was held at the offices of the corporation, Highway 349 North, Old Town, Florida, at 10:00 a.m. on the 3rd day of February, 1997.

The meeting was called to order by the President, SONYA R. ANDERSON.

The following Stockholders were present:

Sonya R. Anderson - 50 shares
Melissa Gail Anderson - 50 shares

It was noted that all of the outstanding shares of the corporation were present and Sonya R. Anderson, Melissa Gail Anderson, Joe H. Anderson, III and M. Douglas Anderson, all of the Directors of the corporation, were present.

The President then stated that a quorum was present and that the meeting was ready to transact business.

The Stockholders and the Directors unanimously adopted a resolution to dissolve the corporation as of Midnight, February 3, 1997; that all creditors other than Stockholders be paid first; that the claims of the creditor Stockholders be paid if there be any funds available upon liquidating the assets of the corporation; that after debts are paid, the remaining proceeds of liquidation be paid to Stockholders pro rata; and that the officers of the corporation file Articles of Dissolution accordingly.

There being no further business, the meeting was adjourned.

Dated this 3rd day of February, 1997.


JOE H. ANDERSON, III, Secretary