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JAMES M. WALLACE
ATTORNEY AND COUNSELLOR AT LAW

420 OLD MAIN STREET
(FORMERLY 12TH STREET WEST)
P.O. BOX 1089
BRADENTON, FLORIDA 34206-1089

June 2, 1995

AREA CODE 813
PHONE 746-7157
FAX 747-0598

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Fl 32314

Re: D. Sullivan Construction, Inc.

Dear Folks:

Enclosed herewith is the original Articles of Incorporation of D. Sullivan Construction, Inc., together with my check for filing fees, certificate of status and registered agent designation in the amount of \$78.75.

I would appreciate your filing the above Articles and furnishing me with the Certificate of Status for this Corporation.

Thank you for your assistance in this matter.

Sincerely yours,

James M. Wallace
JAMES M. WALLACE

Mail

JMW:gmc

Enc.

Mail _____ GAVE
AUTHORIZATION BY PHONE TO
CORRECT *art 6 + RA cert*
DATE *6/13/95*
DOC. EXAM. *BR*

400001507664
-06/07/95--01089--003
****78.75 ****78.75

B. REGISTER JUN 13 1995

FILED
95 JUN -6 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

95 JUN -6 AM 9:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

D. SULLIVAN CONSTRUCTION, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation of such corporation:

FIRST: The name of the corporation is D. SULLIVAN CONSTRUCTION, INC.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of this State of Florida.

FOURTH: A further purpose of this corporation is to build, construct and remodel residential, commercial and similar type buildings.

FIFTH: Authorized Shares. The aggregate number of shares that the corporation shall have the authority to issue is 7500 shares of Capital Stock with a par value of \$1.00 per share.

Initial Issue. 500 shares of the Capital Stock of the corporation shall be issued for cash at a par value of \$1.00 per share.

Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends, payable either in cash, in property or in shares of the capital stock of the corporation.

No Classes of Stock. The corporation is not authorized to issue shares in series.

SIXTH: The initial street address in Florida of the initial registered office of the corporation and the principal office of the Corporation is 5606 Gardens Drive, Sarasota, FL 34243.

the name and address of the initial registered agent is DANIEL D. SULLIVAN, 5606 Gardens Drive, Sarasota, FL 34243.

SEVENTH: The initial Board of Directors shall consist of one or more members, who need not be residents of the State of Florida or shareholders of the corporation.

EIGHTH: The name and address of the person who shall serve as director until the first annual meeting of the shareholders or until his successor shall have been elected and qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
DANIEL D. SULLIVAN	4550 47TH STREET WEST BRADENTON, FL 34210

NINTH: The name and address of the initial incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
DANIEL D. SULLIVAN	4550 47TH STREET WEST BRADENTON, FL 34210

TENTH: The name, address and offices of the person who shall serve as officers until the first annual meeting or until his successors shall have been elected and qualified is as follows:

<u>NAME & ADDRESS</u>	<u>OFFICE</u>
DANIEL D. SULLIVAN 4550 47TH STREET WEST BRADENTON, FL 34210	President, Secretary and Treasurer

ELEVENTH: The shareholder shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting.

TWELFTH: The initial number of Directors of the Corporation shall regularly consist of one member, but that that member of the Board of Directors may be increased to a total of not more than 35 and decreased to a total not less than one by majority vote of Stockholders.

THIRTEENTH: Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares to any such unissued or treasury shares.

FOURTEENTH: Directors' Authority to Fix Compensation. Directors shall have authority to fix the compensation unless otherwise provided in Articles of Incorporation or Bylaws.

FIFTEENTH: The corporation shall be deemed to commence its existence on acceptance and filing of these Articles of Incorporation in the Office of the Secretary of the State of Florida.

IN WITNESS WHEREOF, I, the undersigned, have made and subscribed my name to these Articles of Incorporation at Bradenton, Manatee County, Florida, on the 2 day of June, A.D., 1995.

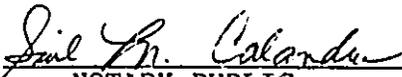


DANIEL D. SULLIVAN

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared DANIEL D. SULLIVAN, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal in said county and State this 22 day of June, A.D., 1995.


NOTARY PUBLIC

(SEAL)

My Commission Expires:



GAIL M. CALANDRA
MY COMMISSION # CC317412 EXPIRES
October 22, 1997
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, DANIEL D. SULLIVAN, agree as Registered Agent to accept service of process; to keep office open during prescribed hours; and to post my name in some conspicuous place in the office as required by law at 5606 Gardens Drive, Sarasota, FL 34243.


DANIEL D. SULLIVAN

sullivan.art(d)

FILED
95 JUN -6 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA