

1795000054609  
**TRANSMITTAL LETTER**

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

SUBJECT: Shelcor Two Corporation  
(Name of Corporation)

500001538315  
-07/14/95--01075--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Regarding the subject corporation, please find enclosed, an original and one (1) copy of the Articles of Incorporation and a check in the amount of Seventy Dollars (\$70.00). Please file and return same at your earliest convenience. Thank you.

From & Return To:

R.A. "Rick" Shiara  
Vice President  
Adminicor, Inc.  
P.O. Box 521134  
Longwood, Florida 32752-1134  
(407) 339-1220

*Relay*  
*2:30*  
*7-14-95*

FILED  
JUL 14 PM 2:39  
TALLAHASSEE, FLORIDA

D. BROWN JUL 14 1995

**ARTICLES OF INCORPORATION  
OF  
SHEL COR TWO CORPORATION**

**FILED**  
95 JUL 14 PM 2:39  
CLERK OF CIRCUIT COURT  
JANESVILLE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation pursuant to the provisions of the "Florida Business Corporation Act", hereby adopts the following Articles of Incorporation:

**ARTICLE ONE - NAME**

The name of the corporation shall be Shelcor Two Corporation.

**ARTICLE TWO - PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be

Physical Address: 5030 South U.S. Highway  
Casselberry, Florida 23707

Mailing Address: P.O. Box 521134  
Longwood, Florida 32752-1134.

**ARTICLE THREE - TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE FOUR - NATURE OF BUSINESS**

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

**ARTICLE FIVE - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is

<u>Class</u>	<u>Par Value</u>	<u>Number</u>
Common	N/A	5,000,000

#### ***ARTICLE SIX - INITIAL REGISTERED AGENT***

The name and address of the initial registered agent and registered office is

Adminicor, Inc.  
5030 South U.S. Highway 17/92  
Casselberry, Florida 32707.

#### ***ARTICLE SEVEN - INITIAL DIRECTOR***

The number of directors constituting the initial Board of Directors of the corporation is one, and the name of the person who is to serve as a director until the organizational meeting or until the first meeting of shareholders or until his successor is elected and qualified is

R.A. "Rick" Shiarla.

#### ***ARTICLE EIGHT - LIMITATION OF LIABILITY***

Each director, stockholder and officer, in consideration for his services, shall be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ***ARTICLE NINE - SELF DEALING***

No contract or other transaction between the corporation and other corporations shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

**ARTICLE TEN - INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is

Adminicor, Inc.

Physical Address: 5030 South U.S. Highway  
Casselberry, Florida 32707

Mailing Address: P.O. Box 521134  
Longwood, Florida 32752-1134.

The undersigned incorporator hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true. The undersigned has executed the Articles of Incorporation this 11th day of July, 1995.

A handwritten signature in dark ink, appearing to read "R. Shiarla", is written over a horizontal line.

*(Signature of Incorporator)*

R.A. "Rick" Shiarla, as Vice President  
Adminicor, Inc.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT & REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT AND REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is

Shelcor Two Corporation.

2. The name and address of the registered agent and office is

Adminicor, Inc.  
5030 South U.S. Highway 17/92  
Casselberry, Florida 32707.

FILED  
95 JUL 14 PM 2:39  
TALLAHASSEE, FLORIDA

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 to agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and i am familiar with and accept the obligations of my position as registered agent.



(Signature of Registered Agent)

7-11-95

(Date)

R.A. "Rick" Shiarla, as Vice President  
Adminicor, Inc.

P95000054609

TRANSMITTAL LETTER

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

11/14/95 10:35:12  
-11/14/95- 01064-001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

SUBJECT: Shelcor Two Corporation  
(Name of Corporation)

Enclosed is one (1) original and one (1) copy of the articles of amendment regarding the subject corporation along with a check in the amount of Thirty-Five Dollars (\$35.00). Please file and return same at your earliest convenience. Thank you.

From & Return To:

Affordable Advocate<sup>SM</sup>  
P.O. Box 181304  
Casselberry, FL 32718-1304  
(407) 339-4445

FILED  
95 NOV 14 12 11:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

will  
wait

Amend.

N. HENDRICKS NOV 14 1995

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SHELCOR TWO CORPORATION

**FILED**  
95 NOV 14 11:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendments adopted:

**ARTICLE ONE - NAME**

The name of the corporation shall be: Cracker Construction, Inc.

**ARTICLE TWO - PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be:

3007 Washington Avenue  
Orlando, Florida 32805

**ARTICLE THREE - TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE FOUR - NATURE OF BUSINESS**

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

**ARTICLE FIVE - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

<u>Class</u>	<u>Par Value</u>	<u>Number</u>
Common	N/A	1,000

#### **ARTICLE SIX - INITIAL REGISTERED AGENT**

The name and address of the initial registered agent and registered office is

James R. Owens, Sr  
3007 Washington Avenue  
Orlando, Florida 32805

#### **ARTICLE SEVEN - DIRECTORS**

The number of directors constituting the Board of Directors of the corporation is one, and the name of the person who is to serve as a director until the next meeting of shareholders or until his successor is elected and qualified is:

James R. Owens, Sr.

#### **ARTICLE EIGHT - LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### **ARTICLE NINE - SELF DEALING**

No contract or other transaction between the corporation and other corporations shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

**SECOND:** The date of amendment adoption: November 10, 1995



**THIRD:** The amendment was adopted by the Shareholders. The number of votes cast for the amendment was sufficient for Approval.

IN WITNESS WHEREOF, the undersigned hereby declares, under the penalties of perjury, that the statements made in the foregoing Articles of Amendment are true and the undersigned has hereunto set his hand and seal on this 10th day of November, 1995.



Adminicor, Inc.  
R.A. "Rick" Shiarla  
Vice President  
Incorporator & Shareholder

#### **ASSIGNMENT OF INCORPORATOR'S INTEREST**

I, R.A. "Rick" Shiarla, as Vice President of Adminicor, Inc., a Florida Corporation, the sole incorporator and shareholder to the Articles of Incorporation of Shelcor Two Corporation, a Florida Corporation, hereby assign to James R. Owens, Sr., all rights, title and interest as the incorporator the capital stock of Shelcor Two Corporation, a Corporation organized under the laws of the State of Florida, to the extent of the total shares presently authorized or as may be authorized by amendment in the future.

Dated: November 10, 1995



Adminicor, Inc.  
R.A. "Rick" Shiarla  
Vice President  
Incorporator:

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT & REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT AND REGISTERED OFFICE, IN THE STATE OF FLORIDA.

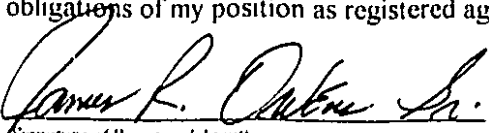
1. The name of the corporation is

Cracker Construction, Inc.

2. The name and address of the registered agent and office is:

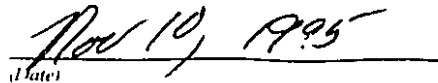
James R. Owens, Sr.  
3007 Washington Avenue  
Orlando, Florida 32805

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 to agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature of Registered Agent

James R. Owens, Sr.



(Date)