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Janice Cogburn Scheffer

Attorney-at-Law

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Port St. Joe, FL 32456  
Phone (904) 229-8191

July 28, 1995

Secretary of State  
Corporations Division  
The Capital  
Tallahassee, FL 32304

Re: M & W Service & Supply, Inc.

Gentlemen:

Please find enclosed the original and one (1) copy of the Articles of Incorporation for the above named, proposed Corporation.

Please endorse your approval of the Articles on the enclosed copy, certifying it and returning it to this Office.

My check for payment of the costs involved with this incorporation is enclosed.

Your cooperation and prompt attention to this matter is appreciated.

Very truly yours,

*Janice C. Scheffer*

Janice C. Scheffer

JCS/wm

Encl:  
Check \$122.50

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-08/01/95--01081--004  
\*\*\*\*122.50 \*\*\*\*122.50

ARTICLES OF INCORPORATION  
OF  
M & W SERVICE & SUPPLY, INC.

The undersigned, acting as the Incorporator of the above named Corporation, a Corporation formed under the Florida General Corporation Act, adopts Articles of Incorporation, as follows:

I

The name of the Corporation formed and established herein is M & W SERVICE & SUPPLY, INC.

II

The duration of the existence of the Corporation shall be perpetual.

III

The purpose or purposes for which the Corporation is organized are to engage in any activity and business permitted under the Statutes of the United States and the State of Florida.

IV

The Shareholders of the Corporation shall be allowed to vote their shares cumulatively so as to give one (1) candidate as many votes as the number of Directors to be elected multiplied by the number of shares and to distribute them among as many candidates as he/she may wish.

V

The Shareholders of the Corporation shall have preemptive right to purchase additional shares at prices, terms and conditions fixed by the Board of Directors. The preemptive right shall be determined by the ratio of the authorized and issued shares held by the Shareholder compared to the shares to be authorized and issued.

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#### VI

The Articles of Incorporation may be altered, amended or repealed and new Articles may be adopted by at least a two-thirds (2/3rds) vote of the Board of Directors or Shareholders.

The By-Laws may be altered, amended or repealed and a new By-Laws may be adopted by a majority vote of the Board of Directors or Shareholders.

#### VII

The aggregate number of shares the Corporation shall be authorized to issue shall be one hundred (100) shares of Capital Stock at a par value of \$10.00 per share. Initially, all authorized shares shall be issued for cash at the par value. The sum of the par value of all shares issued shall be the stated capital of the Corporation at any particular time. The Corporation is not authorized to issue shares in series or to divide shares in to classes. The Shareholders of the Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable in cash, property or shares of Capital Stock.

#### VIII

The street address in Florida of the initial principal Office of the Corporation is:

3083 W. Highway 98  
Port St. Joe, FL 32456

The name and address of the Registered Agent of the Corporation is:

JAMES M. MOCK  
118 Westcott Circle  
Port St. Joe, FL 32456

IX

The name and address of the initial Incorporator is:

JAMES M. MOCK  
118 Westcott Circle  
Port St. Joe, FL 32456

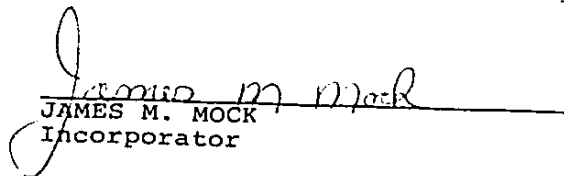
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The initial Board of Directors shall consist of two (2) Members, who need not be residents of the State of Florida or Shareholders of the Corporation. The name and address of the individuals who shall serve as Directors until the first annual meeting of Shareholders or until successors shall have been elected and qualified are, as follows:

JAMES M. MOCK  
118 Westcott Circle  
Port St. Joe, FL 32456

B. R. WILLIAMS  
2007 Palm Blvd.,  
Port St. Joe, FL 32456

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation on this the 28th day of July, 1995.

  
JAMES M. MOCK  
Incorporator

STATE OF FLORIDA  
COUNTY OF GULF

Before me, the undersigned authority, personally appeared JAMES M. MOCK, 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 the 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 official seal at Gulf County, State of Florida, this the 28th day of July, 1995.

Winifred M. Marsh  
Notary Public

My Commission Expires: \_\_\_\_\_



WINIFRED M. MARSH  
MY COMMISSION # CC307800 EXPIRES  
September 8, 1997  
BONDED TRIMU TRACY FAIR INSURANCE, INC.

REGISTERED AGENT ACCEPTANCE

for

M & W SERVICE & SUPPLY, INC.

The undersigned being a natural person over eighteen (18) years of age and whose residence address and post office address are given below under the personal signature of the undersigned, hereby accepts the designation as Registered Agent for the above named Corporation

IN WITNESS WHEREOF, the undersigned by personal signature has made and subscribed to this Acceptance on this the 28th day of July, 1995.

REGISTERED AGENT

James M. Mock  
JAMES M. MOCK

118 Westcott Circle  
Port St. Joe, FL 32456

OFFICE OF THE  
CLERK OF THE  
COURT  
PORT ST. JOE, FLORIDA

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