

200 First Street
Tallahassee, FL 32301
904-222-4771
904-222-0197



76000013007

ACCOUNT NO. : 072100000032
REFERENCE : 840913 7103001
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : February 8, 1996
ORDER TIME : 4:06 PM
ORDER NO. : 840913

CUSTOMER NO: 7103001

RECEIVED
96 FEB -9 AM 9:32
DIVISION OF CORPORATION

CUSTOMER: Mark H. Welton, Esq
MARK H. WELTON
Suite B
1078 South Ferdon Blvd.
Crestview, FL 32536

800001711168
-02/09/96--01013--007
*****70.00 *****70.00

DOMESTIC FILING

NAME: TOP HAT CONSTRUCTION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS: T. BROWN FEB 12 1996

FILED
96 FEB -9 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~76000013007~~

~~645~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 9, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: TOP HAT CONSTRUCTION, INC.
Ref. Number: W96000003044

Needs the 9th file date

We have received your document for TOP HAT CONSTRUCTION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I, the undersigned, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 296A00005817

RECEIVED
96 FEB 12 M 8 58
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

TOP HAT CONSTRUCTION, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is **Top Hat Construction, Inc.**

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 250 N. E. Racetrack Road, Fort Walton Beach, Florida 32548.

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual and the initial date of incorporation shall be the date the articles are filed with the Secretary of State.

ARTICLE FOUR

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of Residential and Commercial Construction.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can,

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business purpose.

3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE SEVEN

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new 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 EIGHT

STOCKHOLDER AND CORPORATION OPTION TO PURCHASE STOCK

In case a stockholder desires to sell his shares of stock he must first offer them for sale to the remaining stockholders, it being the intention to give them a preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

If none of the stockholders desire to purchase the shares of stock the shareholder must then offer the corporation the option to purchase, it being the intention to give the corporation the second preference in the purchase of such shares, and any attempted sale in violation of this provision is null and void.

A stockholder desiring to sell his stock shall file notice in writing of his intention with the secretary of the corporation, stating the terms of sale, and unless his terms are accepted by any or all of the other stockholders within ten (10) days thereafter, then the corporation has five (5) days to exercise its option. If neither the shareholders nor the corporation exercise their option, then they shall be deemed to have waived their privilege of purchasing, and the stockholder will be at liberty to sell to anyone else.

ARTICLE NINE

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 250 N. E. Racetrack Road, Fort Walton Beach, Florida 32548, and the name of its initial registered agent at such address, is James H. Wells.

ARTICLE TEN

DIRECTORS

The number of directors constituting the corporation's initial board of directors is two (2), except in the case of deadlock between the existing directors, then each shall pick an uninterested third party and the two uninterested third parties shall name a temporary director to make a decision in the best interest of the corporation.

The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
James H. Wells	647 Fairway Ave., Fort Walton Beach., Florida 32547
Billy E. Myers	632 Merioneth Drive, Fort Walton Beach, Florida 32547

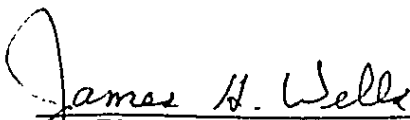
ARTICLE ELEVEN

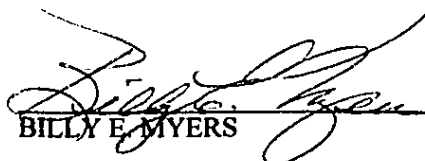
INCORPORATORS

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
James H. Wells	647 Fairway Ave., Fort Walton Beach., Florida 32547
Billy E. Myers	632 Merioneth Drive, Fort Walton Beach, Florida 32547

In witness whereof, the undersigned incorporators have executed these articles of incorporation on this the 1 day of February, 1995.


JAMES H. WELLS
Incorporator/Registered Agent


BILLY E. MYERS

I hereby accept and am familiar with
the duties of being Registered Agent