

P96000026986

Kenneth G. Waggoner
765 N. Barfield Drive
Marco Island, Florida 33937

March 20, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

100001755201
-03/22/96--01116--010
****122.50 ****122.50

RE: Articles of Incorporation for Kenneth G. Waggoner,
Inc.


Dear Sirs,

Enclosed please find the Articles of Incorporation for
KENNETH G. WAGGONER, INC. to be filed in your office.

In addition, please find our check #0429 in the amount
of \$ 122.50 to cover the costs of the filing fees, the certified
copy and the Registered Agent Designation fee.

If any further information is required, please do not
hesitate to contact us.

Sincerely,


KENNETH G. WAGGONER

KGW/gesj

FILED
MAR 22 1996
TALLAHASSEE, FLORIDA
3/27/96

FILED
\$6 MAR 23 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

KENNETH G. WAGGONER, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation act, hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is: KENNETH G. WAGGONER, INC.
The address of the corporation is: 765 N. Barfield Drive
Marco Island, Florida 33937

ARTICLE II

The general purposes for which the corporation is organized are:

1. To engage in the business of General Contracting and home inspections,
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

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

ARTICLE IV

The duration of the corporation is perpetual.

ARTICLE V

The corporation is authorized to issue only one class of stock and all issued stock shall be held of record by not more than twenty-five persons. Stock shall be issued and transferable only to natural persons who are not resident aliens.

ARTICLE VI

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offering shall be in writing, signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of thirty (30) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each stockholder.

Each share certificate issued by the corporation shall have typed, printed or stamped thereon the following legend:

"Those shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation. A copy of such Articles is on file at the principal office of the Corporation."

ARTICLE VII

The number of directors constituting the initial Board of Directors of the corporation is Two (2). 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>
KENNETH G. WAGGONER	765 N. Barfield Drive Marco Island, Florida 33937
G.E. SUNNI JONES	765 N. Barfield Drive Marco Island, Florida 33937

ARTICLE VIII

The name and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
KENNETH G. WAGGONER	765 N. Barfield Drive Marco Island, Florida 33937
G.E. SUNNI JONES	765 N. Barfield Drive Marco Island, Florida 33937

ARTICLE IX

The names and addresses of the subscribers to the stock of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
KENNETH G. WAGGONER 90%	765 N. Barfield Drive Marco Island, Florida 33937

G.E. SUNNI JONES 10%

765 N. Barfield Drive
Marco Island, Florida 33937

ARTICLE X


The names and addresses of the officers are:

<u>NAME</u>	<u>ADDRESS</u>
<u>PRESIDENT:</u> KENNETH G. WAGGONER	765 N. Barfield Drive Marco Island, Florida 33937
<u>SECRETARY:</u> G.E. SUNNI JONES	765 N. Barfield Drive Marco Island, Florida 33937

IN WITNESS WHEREOF, the undersigned incorporators have
executed these Articles of Incorporation this 20th day of
March, 1996 at Marco Island, Florida 33937.

SIGNATURES OF INCORPORATORS


KENNETH G. WAGGONER


G.E. SUNNI JONES

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **KENNETH G. WAGGONER, INC.**
2. The name and address of the registered agent and office

is: **KENNETH G. WAGGONER**
765 N. Barfield Drive
Marco Island, Florida 33937

SIGNATURE *Kenneth G. Waggoner*
TITLE *Pres*
DATE *3/20/96*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE *Kenneth G. Waggoner*
DATE *3/20/96*

STATE OF FLORIDA

COUNTY OF COLLIER

THE FOREGOING instrument was acknowledged and sworn to before
me this 21st day of March, 1996 by KENNETH

G. WAGGONER of _____

WITNESS my hand and official seal, this 21st day of March
1996.



E. CHERYL CARROLL
Comm. No. CC 412970
My Comm. Exp. Dec. 3, 1998
Bonded thru Pichard Ins. Agcy.

E. Cheryl Carroll
NOTARY PUBLIC

My commission expires: 12/3/98

ACKNOWLEDGEMENT BY RESIDENT AGENT

KENNETH G. WAGGONER, having been named Resident Agent in
the Articles of Incorporation, hereby accepts and consents to
act in this capacity and agrees to comply with the provisions
of the Florida General Corporation Act.

Kenneth G. Waggoner
KENNETH G. WAGGONER

FILED
MAR 22 PM 2:04
CLERK OF STATE
TALLAHASSEE FLORIDA