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April 24, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
MAY 1 1996

Re: JWM CONSTRUCTION, INC.

Dear Sir or Madam:

Enclosed herewith in connection with the above referenced matter, please find Articles of Incorporation and Designation of Registered Agent, to be filed with your office, together with my check payable to your order in the amount of \$122.50 to be allocated as follows:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	<u>52.50</u>
	\$ 122.50

Please forward certified copy to this office, via the enclosed envelope.

Thanking you in advance for your assistance, I am,

With Kindest Regards,

Daniel P. Rooney
Daniel P. Rooney

encls.

FILED
96 MAY 30 PM 12:26
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JWM CONSTRUCTION, INC.

FILED
96 MAY 20 PM 12:26
CLERK OF CIRCUIT COURT
JUDGE J. J. HARRIS
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of this corporation pursuant to Chapter 607 of the Florida Statutes hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be JWM CONSTRUCTION, INC.

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually commencing such existence upon the filing of these Articles.

ARTICLE III - GENERAL PURPOSE

The general purpose of which this corporation is organized shall be:

(1) To manufacture, construct, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class and description.

(2) It is intended that this corporation is organized for and may conduct and transact any or all lawful business authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this

corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be at 307 E. Hinson Avenue, Haines City, FL 33845. The initial street address of the registered office of this corporation in the State of Florida will be 395 Avenue C, NW, Winter Haven, FL 33881 (physical) and P.O. Box 7146, Winter Haven, FL 33883-7146 (mailing). The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation at that address is Daniel P. Rooney. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The initial number of Directors of this corporation shall be two.

B. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders, but

shall never be less than one.

C. The name and street address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>
JAMES W. MCCOY	130 Palm Place Haines City, FL 33845
SARA STALNAKER MCCOY	130 Palm Place Haines City, FL 33845

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

<u>Name</u>	<u>Street Address</u>
JAMES W. MCCOY	130 Palm Place Haines City, FL 33845

ARTICLE VIII - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the shareholders in the corporation may not be resold or otherwise transferred to other persons without complying with the CORPORATE SHAREHOLDERS OPERATING, STOCK REDEMPTION AND CROSS PURCHASE AGREEMENT contained in the Buy-Laws of the Corporation. The price and terms at which, and the time within which those shares may be offered and sold shall be further specified by written agreement among all of the shareholders of the corporation contained in the CORPORATE SHAREHOLDERS OPERATING, STOCK REDEMPTION AND CROSS PURCHASE AGREEMENT. All stock certificates issued will be prominently marked "RESTRICTED" with notation made to the Articles of Incorporation and/or By-Laws of the corporation.

ARTICLE IX - AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any registered agent, officer, director or incorporator, or any former registered agent, officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Winter Haven, Florida, this 28 day of May, 1996.

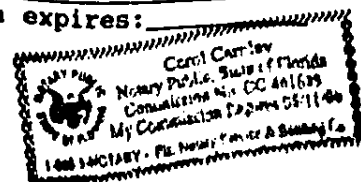
James W. McCoy
JAMES W. MCCOY

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared JAMES W. MCCOY, known to me to be the individual described in (or who provided the following identification _____) and who executed the foregoing Articles of Incorporation, and he/she acknowledged that he/she subscribed the said instrument for the uses and purposes set forth herein.

WITNESS my hand and official seal in the County and State last aforesaid this 28 day of May, 1996.

Carol Carney
Typed Name: _____
Notary Public - State of Florida
Commission No: _____
My commission expires: _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 607 and Section 48.091, Florida Statutes, the following is submitted, in compliance with the Act:

FIRST -- That JWM CONSTRUCTION, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Winter Haven, State of Florida, has named DANIEL P. ROONEY as its registered agent to accept service of Process within this State.

SECOND -- That JWM CONSTRUCTION, INC.'s registered agent shall maintain his office for service of process within this state at the following street address:

395 Avenue "C" N. W.
Post Office Box 7146
Winter Haven, Florida 33881-7146

in the County of Polk, State of Florida.

Having been named as Registered Agent for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, I acknowledge that I am familiar with and accept the obligations provided by Florida Statute Section 607.0301 & 607.0505 (1995) and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


DANIEL P. ROONEY

Date: 5/28/96

FILED
96 MAY 30 11:25:26
TALLAHASSEE, FLORIDA