John C. Gesch, P. A. Attornoy at Law

JOHN C. GESCH

June 6, 1996

HIGH BOUTH CONGRESS AVENUE WEST PALM BEACH, FLORIDA 33408 (407) 984-7400

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Attn: New Filings Section

PALM COAST CARPENTERS & HOMEBUILDERS OF FLORIDA, INC.

Dear Sir:

Re:

Enclosed herein for filing please find the original and one copy of Articles of Incorporation together with Designation of Resident Agent for the above-referenced corporation. I am also enclosing my trust account check #1454 in the amount of \$122.50 in payment of filing fees, designation of resident agent and one certified copy of Articles.

Sincerely,

JOHN C. GESCH, P.A

John C. Gesch

JCG:lag **Enclosures**

JOHN GESCH MAN

AUTHORIZATION BY PHONE ?

CORRECT ACT. VIII

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

PALM COAST CARPENTERS & HOMEBUILDERS OF FLORIDA. INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is PALM COAST CARPENTERS & HOMEBUILDERS OF FLORIDA, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: the corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is five hundred (500) shares of one dollar (\$1.00) par value common stock.

ARTICLE IV.--TERM OF-EXISTENCE

This corporation is to exist perpetually.

ARTICLE_V._ADDRESS

The initial post office address of the principal office of this corporation is 17204 Back Beach Road, Panama City Beach, Florida 32413.

ARTICLE VI. SUBSCRIBERS

The name and address of the subscriber is as follows:

NAME

ADDRESS

WILLIAM K. MORRIS

17204 Back Beach Road

Panama City Beach, Florida 32413

The number of shares of stock he agrees to take and the value of the consideration therefor is:

NAME

SHARES

CONSIDERATION

WILLIAM K. MORRIS

500

\$500.00

ARTICLE VII. DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the by-laws, but shall never be less than one (1).

Section 2. The name and address of the initial director of this corporation is:

NAME

ADDRESS

WILLIAM K. MORRIS

17204 Back Beach Road Panama City Beach, Florida 32413

ARTICLE VIII. OFFICERS

Section 1. The officers of the corporation shall be a President, any number of Vice-Presidents, a Secretary-Treasurer, and such other officers as may be provided by the by-laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President WILLIAM K. MORRIS

17204 Back Beach Rd, Panama City, FL 32413

Vice-President PHILIP R. CARTER, JR.

17204 Bock Beach Rd, Panama City, FL 32413

Secretary-Treasurer WILLIAM K. MORRIS

17204 Back Beach Rd, Panama City, FL 32413

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided by the by-laws.

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders entitled to vote.

ARTICLE X. AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the shareholders called for that purpose by a majority vote of those persons entitled to vote thereon.

Section 2. Amendments may also be made at a regular meeting of the shareholders upon notice given, as provided by the by-laws of intention to submit such amendments.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this day of June, 1996, for the purpose of forming this corporation

under the laws of the State of Florida.

WILLIAM K. MORRIS

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this day of June, 1996, by	
WILLIAM K. MORRIS, who () is personally known to me or () produced
valid Fl. Drues	<u>Uc-</u> as identification.

(notary seal)

Stamped or printed name of Notary
Commission No. (if not set forth on
seal)

Expiration of Commission (if not set
forth on seal)

Signature of Notary Public

JOHN C. GESCH COMMISSION # CC 338877 EXPIRES JAN 22, 1998 Atlantic Bonding Co., Inc. 800-732-2245

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

FIRST: That PALM COAST CARPENTERS & HOMEBUILDERS OF FLORIDA, 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 Panama City Beach, County of Bay, State of Florida, has named WILLIAM K. MORRIS, located at 17204 Back Beach Road, Panama City Beach, Florida 32413, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corpc ation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

WILLIAM K. MOREIS

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