

P96000051372

LAW OFFICES
WILSON, JOHNSON, JAFFER & KUNICK, P.A.

27 SOUTH ORANGE AVENUE
SUITE ONE
SARASOTA, FLORIDA 34236

TELEPHONE
(941) 955-5800

FACSIMILE
(941) 955-7353
E-MAIL: wilsonj@qgate.net

FEDERAL EXPRESS

June 13, 1996

Florida Department of State
Division of Corporations
P O Box 6327
Tallahassee, Florida 32314

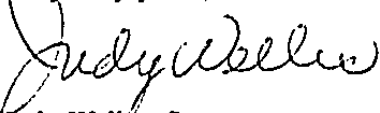
500001862485
-05/14/96--01073--005
****122.50 ****122.50

To Whom It May Concern:

We are enclosing Articles of Incorporation of The E. Stephen Lackey Co. and a check for \$122.50 for filing.

Please transmit the certificate of incorporation and certified copy of the articles to the undersigned at the above address, in the enclosed **FEDERAL EXPRESS PACKAGE**.

Very truly yours,



Judy Wellés, Secretary to
Robert M. Johnson

Encl: Check \$122.50
Articles of Inc.
Federal Express return package

RMJ/jw
corp\lackdoc.let

FILED
JUN 14 AM 11:43
DIVISION OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JUN 17 1996

**ARTICLES OF INCORPORATION
OF
THE E. STEPHEN LACKEY CO.**

FILED
95 JUN 14 AM 11:43
TALLAHASSEE, FLORIDA

I, the undersigned, hereby execute this document for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is The E. Stephen Lackey Co.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office of the corporation is 27 South Orange Avenue, Sarasota, Florida 34236.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSES

The purposes for which the corporation is organized are:

A. To do any and all things or to engage in any activities in which corporations doing business in the State of Florida are authorized to engage by the general corporation laws.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is 7,000, all of which shall be common shares with par value of \$1.00 per share.

ARTICLE VI - PREEMPTIVE RIGHTS GRANTED

Each share holder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation any securities

of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VII - REGISTERED OFFICE

The street address of the initial registered office of the corporation is 27 South Orange Avenue, Sarasota, Florida 34236, and the name of the initial registered agent at such address is **CLYDE H. WILSON, JR.**

ARTICLE VIII - DIRECTORS

The first Board of Director of the corporation shall consist of:

CLYDE H. WILSON, JR.
27 South Orange Avenue
Sarasota, Florida 34236

ARTICLE IX - INCORPORATORS

The name and address of the incorporator is:

CLYDE H. WILSON, JR.
27 South Orange Avenue
Sarasota, Florida 34236

ARTICLE X - OFFICERS

Section 1: The officers of the corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws. The duties of each officer shall be set forth in the By-Laws.

Section 2: The names of the person who is to serve as officer of the corporation for the ensuing

year, or until the first annual meeting of the corporation, are:

OFFICE

NAME AND ADDRESS

President

CLYDE H. WILSON, JR.
27 South Orange Avenue
Sarasota, Florida 34236

Secretary &
Treasurer

CLYDE H. WILSON, JR.
27 South Orange Avenue
Sarasota, Florida 34236

ARTICLE XI - MAJORITY CONSENT VOTING

Any action required or permitted by the Florida Corporation Act at an annual or special meeting of Stockholders may be taken without a meeting, without prior written notice and without a vote if consented to in writing by the holders of outstanding shares having at least the minimum number of votes necessary to authorize or ratify such action if taken at a meeting at which all shares entitled to vote were present and voted. Prompt written notice of the taking of said action shall be given to the nonconsenting Stockholders by (among other methods) mailing said notice to said Stockholders by first class mail, postage prepaid, to their address of record.

ARTICLE XII - COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the first day wherein it is qualified to transact business in the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name this 13th day of June,

1996.



CLYDE H. WILSON, JR.

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared **CLYDE H. WILSON, JR.**, to me known personally or has produced _____ to be the person in and who executed the foregoing instrument and he acknowledged before me that he executed the same. (If no type of identification is indicated the person is personally known to me.)

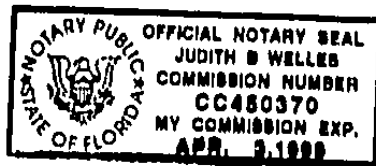
WITNESS my hand and official seal in the County and State last aforesaid this 13th day of June, 1996.

(Notary Seal)

Janeth B. Wallace
Notary Public

My Commission Expires:

Print Name of Notary Public



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

FILED
1966 JUN 14 11:11:43
TALLAHASSEE, FLORIDA

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

That The E. Stephen Lackey Co., desiring to organize under the laws of the
State of Florida with its principal office as indicated in the Articles of Incorporation at Sarasota,
Florida, has named **CLYDE H. WILSON, JR.**, of 27 South Orange Avenue, Sarasota, Florida
34236, as its agent to accept process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation,
at the 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.



CLYDE H. WILSON, JR.
Resident Agent