

P96000090305
MATTHIES, CROSS,
deBOISBLANC & ROBBINS, P.A.

ERIC F. MATTHIES *
R. SCOTT CROSS *
JUDITH A. deBOISBLANC ***
S.SUE ROBBINS *

ATTORNEYS AT LAW

THE ORLEANS BUILDING AT CONCORD SQUARE
21 NORTH MAGNOLIA AVENUE AT NORTHEAST 1ST STREET

POST OFFICE BOX 2470

OCALA, FLORIDA 34478-2470

TELEPHONE (352) 732-3925

FAX NO. (352) 622-1624

Serving our clients for over 21 years.

BRANCH OFFICES

SPRINGS SHORES PLAZA
9417 MARICAMP ROAD
OCALA, FLORIDA 34472
PHONE (352) 687-4400

CIRCLE SQUARE PLAZA
7651 S.W. STATE ROAD 200, SUITE 207
OCALA, FLORIDA 34478
PHONE (352) 854-2900

PLEASE REPLY TO
Post Office Box 2470
Ocala, Florida 34478-2470

* Also Admitted in California
** Also Admitted in Louisiana
+ Florida Bar Certified Civil Trial Lawyer
++ Florida Bar Certified Marital and Family Lawyer
• Certified Family Law Mediator

September 26, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

700001959467
-09/30/96--01021--015
****122.50 ****122.50

RE: C. & J. ENTERPRISES, INC.

Dear Sir/Madam:

Enclosed are duplicate originals of the proposed Articles of Incorporation of the above captioned corporation.

Please endorse your approval of the Articles on the duplicate copy, certify same, and return the certified copy to this office. It is understood that the original document with your endorsed approval is to be filed in your records pursuant to Florida law.

A check in the amount of \$122.50 is enclosed to cover the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Registration	35.00
	<u>\$122.50</u>

If any further charges are required, or if for any reason the Articles do not meet current requirements, please so notify the undersigned by collect telephone call at (352) 732-3925.

Very truly yours,

Eric F. Matthies
For the Firm
EFM:kad
Enc.

(check #3730)

OCT 1 1996

502

W96-20697

FILED
OCT - 14 PM 2:00
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 1, 1996

MATTHIES, CROSS, DEBOISBLANC & ROBBINS, P.A.
P. O. BOX 2470
OCALA, FL 34478-2470

SUBJECT: C. & J. ENTERPRISES, INC.
Ref. Number: W96000020697

We have received your document for C. & J. ENTERPRISES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 396A00044885

**MATTHIES, CROSS,
deBOISBLANC & ROBBINS, P.A.**

ATTORNEYS AT LAW

ERIC F. MATTHIES •
R. SCOTT CROSS •
JUDITH A. deBOISBLANC ••••
S.SUE ROBBINS •

THE ORLEANS BUILDING AT CONCORD SQUARE
21 NORTH MAGNOLIA AVENUE AT NORTHEAST 1ST STREET

POST OFFICE BOX 2470

OCALA, FLORIDA 34478-2470

TELEPHONE (352) 732-3925

FAX NO. (352) 622-1624

Serving our clients for over 21 years.

BRANCH OFFICES

SPRINGS SHORES PLAZA
9417 MARICAMP ROAD
OCALA, FLORIDA 34472
PHONE (352) 687-4400

CIRCLE SQUARE PLAZA
7651 S.W. STATE ROAD 200, SUITE 207
OCALA, FLORIDA 34478
PHONE (352) 854-2900

PLEASE REPLY TO
Post Office Box 2470
Ocala, Florida 34478-2470

* Also Admitted in California
** Also Admitted in Louisiana
+ Florida Bar Certified Civil Trial Lawyer
++ Florida Bar Certified Marital and Family Lawyer
• Certified Family Law Mediator

October 30, 1996

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

ATTN: Brenda Baker

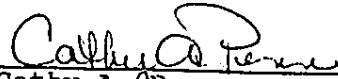
Re: Your Letter Number 396A00044885

Dear Ms. Baker:

Enclosed please find duplicate originals of Articles of Incorporation for PALM-KAL CONSTRUCTION, INC. These Articles are submitted in place of those rejected by your letter of October 1st (copy enclosed).

Thank you for your attention to this matter, and please do not hesitate to call if you have questions regarding the enclosed.

Very truly yours,


Cathy A. Penn
Legal Assistant

cap

Enclosures

ARTICLES OF INCORPORATION
OF
PALM-KAL CONSTRUCTION, INC.

FILED
96 NOV -4 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is PALM-KAL CONSTRUCTION, INC.

ARTICLE II
Business

The corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE III
Stock

The total number of shares of stock which the corporation will have authority to issue is One Hundred (100) shares of Ten Cent (\$.10) per share par value common stock. All of said stock will be payable in cash or real or personal property or such consideration as may be fixed by the shareholders.

ARTICLE IV
Registered Office and Agent

The initial address of the principal and registered office of the corporation is 2826 S.E. 25th Terrace, Ocala, Florida

34471.

The name of the corporation's registered agent at said address is Karen Palmer.

ARTICLE V
Management of Corporation by Shareholders

All corporate powers will be exercised by or under the authority of, and the business of the corporation will be managed by the shareholders rather than a Board of Directors, including the power to adopt, alter, amend, or repeal By-Laws.

ARTICLE VI
Effective Date

The corporation will commence existence on the date of filing of these Articles.

ARTICLE VII
Incorporator

Following is the name and street address of the person signing these Articles as incorporator: Karen Palmer, 2826 S.E. 25th Terrace, Ocala, Florida 34471.

ARTICLE VIII
Stockholders as Employees

There shall be no policy prohibiting stockholders from serving as corporate officers or employees. In the event that a stockholder is employed by the corporation, said stockholder shall be entitled to receive a reasonable salary for services rendered.


ARTICLE IX
Preemptive 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 X
Amendment

This corporation may amend its certificate of incorporation in any respect, provided that only such provisions shall be inserted by amendment as would be lawful and proper in an original certificate of incorporation made at the time of making such amendment. Every amendment shall be proposed by a stockholder and approved at a stockholders' meeting by not less than sixty percent (60%) of the stock entitled to vote thereon.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation in duplicate on this 26 day of October, 1996.



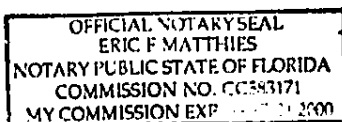
Karen Palmer

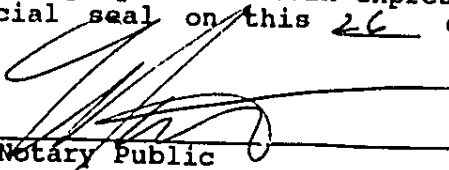
STATE OF FLORIDA
COUNTY OF MARION

Before me personally appeared Karen Palmer to me well known

and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed the said instrument for the purposes therein expressed.

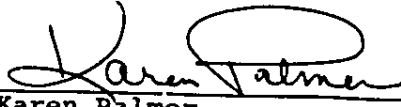
WITNESS my hand and official seal on this 26 day of October, 1996.




Notary Public
State of Florida at Large
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

I hereby accept my designation as Registered Agent for PALM-KAL CONSTRUCTION, INC. as set forth in ARTICLE IV of the foregoing Articles of Incorporation, this 26 day of October, 1996.


Karen Palmer

FILED
96 NOV -4 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA