



THE UNITED STATES CORPORATION COMPANY

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97 FEB 10 PM 2:36

TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 253941 80640A

AUTHORIZATION :

COST LIMIT : \$ PPD

EFFECTIVE DATE 2-6-97

ORDER DATE : February 10, 1997

ORDER TIME : 9:33 AM

ORDER NO. : 253941-005

CUSTOMER NO: 80640A

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****122.50 ****122.50

CUSTOMER: Christopher Fear, Esq
LANE TROHN CLARKE BERTRAND
VREELAND & JACOBSEN, P.A.
One Lake Morton Drive

Lakeland, FL 33801

DOMESTIC FILING

NAME: BIRDWELL BUILDERS & ASSOCIATES, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS

RECEIVED
97 FEB 10 AM 10:59
DIVISION OF CORPORATION
2/10/97

LANE TROHN
ATTORNEYS AT LAW

CHRISTOPHER M. FEAR
LAKELAND OFFICE

February 6, 1997

JOHN A. ATTBAY, JR.
ROBERT J. BERTRAND
CLARENCE A. BORNELL
ROBERT M. BRUSH
HANK B. CAMPBELL
THOMAS L. CLARKE, JR.
DARNEY L. CONNER
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JAMES M. STUART
JONATHAN B. TROHN
ROBERT L. TROHN
JOHN K. VREELAND
DONALD H. WILSON, JR.
A. H. LANE (RETIRED)

VIA FEDERAL EXPRESS
Airbill No. 3324250311

Office of the Secretary of State
State of Florida
Corporate Division
409 East Gaines Street
Tallahassee, FL 32399

Re: BIRDWELL BUILDERS & ASSOCIATES, INC.
File No.: B709-39819

Dear Ladies and Gentlemen:

Please file the enclosed Articles of Incorporation for Birdwell Builders & Associates, Inc. and certify and return the enclosed duplicate original of the Articles of Incorporation. Our firm's check in the amount of \$122.50 is enclosed to cover the cost of filing, \$35.00, certified copy, \$52.50, and registered agent designation, \$35.00.

Please call the undersigned collect if you have any questions regarding the enclosures.

Thank you for your attention to this matter.

Very truly yours,



Christopher M. Fear

CMF/sf
Enclosures

LANE, TROHN, CLARKE, BERTRAND, VREELAND & JACOBSEN, P.A.

ONE LAKE MORTON DRIVE • P.O. Box 3 • LAKELAND, FLORIDA 33802-0003 • PHONE (941) 284-2200 • FAX (941) 688-0310
150 EAST DAVIDSON STREET • P.O. Box 1578 • BARTOW, FLORIDA 33831-1578 • PHONE (941) 533-0866 • FAX (941) 533-7255

BIRDWELL BUILDERS, INC.
2425 East Main Street
Lakeland, FL 33801

February 7, 1997

Florida Department of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

Re: Birdwell Builders & Associates, Inc.

Dear Ladies and Gentlemen:

The purpose of this letter is to consent to the use of the name, Birdwell Builders & Associates, Inc. by Kerry Clarke and Mitchell Birdwell in connection with the incorporation of a corporation by that name.

Very truly yours,

BIRDWELL BUILDERS, INC.

By: 
Mitchell Birdwell, President

ARTICLES OF INCORPORATION
OF
BIRDWELL BUILDERS & ASSOCIATES, INC.

FILED

97 FEB 10 PM 2:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXPIRES DATE

2-6-97

ARTICLE I - NAME

The name of this corporation is BIRDWELL BUILDERS & ASSOCIATES, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 2425 East Main Street, Lakeland, FL 33801, and the mailing address of this corporation is P.O. Box 91426, Lakeland, FL 33804-1426.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of voting common stock having a par value of \$1.00 per share.

**ARTICLE VI - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The street address of the initial registered office of this corporation is 2425 East Main Street, Lakeland, FL 33801, and the name of the initial registered agent of this corporation at that office is Kerry L. Clarke.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name and address of the initial directors of the corporation are:

Kerry L. Clarke
1725 Lady Bower's Trail
Lakeland, Florida 33809

Mitchell Birdwell
214 Patten Heights
Lakeland, FL 33803

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporators are:

Kerry L. Clarke
1725 Lady Bower's Trail
Lakeland, FL 33809

Mitchell Birdwell
214 Patten Heights
Lakeland, FL 33803

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

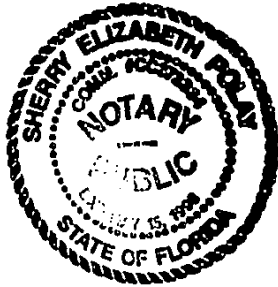
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7th day of February, 1997.

Kerry L. Clarke
KERRY L. CLARKE
Mitchell Birdwell
MITCHELL BIRDWELL

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 16th day of February, 1997, by Kerry L. Clarke and Mitchell Birdwell, ~~who are~~ personally known to ~~me or~~ who have produced Fla. D.L. 0462-512-520480 as identification and who did not take an oath.

(Affix Notary Seal)



Sherry Elizabeth Polay
NOTARY PUBLIC, State at Large
Print name: Sherry Elizabeth Polay
My commission expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the Registered Agent for BIRDWELL BUILDERS & ASSOCIATES, INC. hereby accepts such appointment this 16th day of February, 1997.

Kerry L. Clarke
KERRY L. CLARKE

97 FEB 19 PM 2:36
TALLAHASSEE FLORIDA