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"YOUR NON-LAWYER ALTERNATIVE"

JANUARY 28, 1997

FILED  
97 FEB 10 PM 1:10  
TALLAHASSEE, FLORIDA

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

EFFECTIVE DATE  
2-1-97

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-01/31/97--01070--003  
\*\*\*\*122.50 \*\*\*\*122.50

RE: HMI - Home Maintenance & Improvements, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for HMI - Home Maintenance & Improvements, Inc. Please forward the certified copy of the Articles of Incorporation to the undersigned at the above address. A check in the amount of \$122.50 is enclosed for filing fees, registered agent designation, and certified copy.

Thank you for your cooperation and assistance in this matter.

Very truly yours,



Ron Eubanks  
Enclosures

W 97-2786  
297 5839

FEB 14 1997



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

February 4, 1997

ABLE LEGAL DOCUMENT SERVICE  
3 MAPLES STREET NW  
FT WALTON BEACH, FL 32548

SUBJECT: HMI - HOME MAINTENANCE & IMPROVEMENTS, INC.  
Ref. Number: W97000002786

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TALLAHASSEE, FLORIDA

We have received your document for HMI - HOME MAINTENANCE & IMPROVEMENTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 297A00005839

**Able Legal Document Service  
3 Maples Street, N.W.  
Fort Walton Beach, Florida 32548  
(904) 244-2230  
"YOUR NON-LAWYER ALTERNATIVE"**

February 7, 1997

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

FILED  
97 FEB 10 PM 1:10  
TALLAHASSEE, FLORIDA

Attention: Freida Chesser

RE: HMI - Home Maintenance & Improvements, Inc.  
Letter No. 297A00005839  
Ref. Number: W97000002786

Dear Ms. Chesser:

Our customer, Mr. Jeffrey A. Williams, has indicated to us that he talked with you this date and explained that the name of the above referenced corporation does not include a reference to a "doing business as name." The name as stated is the complete name of the corporation. He also indicated that you told him to go ahead and return the paperwork and that the name as stated would be accepted.

A copy of your letter (Letter No. 297A00005839) dated February 4, 1997, is enclosed as requested together with the documents previously returned by you.

Thank you for your assistance in this matter.

Very truly yours,



Ron Eubanks  
Enclosures

**ARTICLES OF INCORPORATION**

**OF**

**HMI - HOME MAINTENANCE & IMPROVEMENTS, INC.**

**EFFECTIVE DATE**  
2-1-97

**ARTICLE ONE - NAME**

The name of this corporation is HMI - Home Maintenance & Improvements, Inc. (hereinafter referred to as the "Corporation").

**ARTICLE TWO - DURATION**

The Corporation shall exist perpetually, commencing effective 8:00 a.m. on the 1st day of February, 1997.

**ARTICLE THREE - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

**ARTICLE FOUR - CAPITAL STOCK**

The Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE FIVE - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her 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 SIX - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 227

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Chicago Ave., Valparaiso, FL 32580, and the initial registered agent of the Corporation at that address is Jeffrey A. Williams.

#### **ARTICLE SEVEN - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is 227 Chicago Ave., Valparaiso, FL 32580.

#### **ARTICLE EIGHT - MANAGEMENT OF CORPORATE AFFAIRS**

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

#### **ARTICLE NINE - INCORPORATOR**

The name and address of the person signing these articles is as follows:  
Jeffrey A. Williams, 227 Chicago Ave., Valparaiso, FL 32580.

#### **ARTICLE TEN - BYLAWS**

The power to adopt, alter, amend, or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE ELEVEN - SECTION 1244 STOCK**

It is the intent of this charter that the Directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

**ARTICLE TWELVE - INDEMNIFICATION**

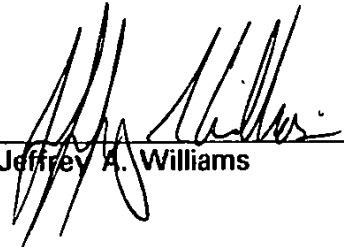
The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

**ARTICLE THIRTEEN - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these Articles of Incorporation on this

28 day of Jan, 1997.

  
\_\_\_\_\_  
Jeffrey A. Williams

**CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

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

HMI - Home Maintenance & Improvements, Inc. (the "Corporation"), desiring to organize under the laws of the State of Florida, with its registered office, as indicated in its Articles of Incorporation, at 227 Chicago Ave., Valparaiso, FL 32580, has named Jeffrey A. Williams, as its agent to accept service of 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 provisions of said Act relative to keeping open of said office.

Dated: Jan 28 1997

  
\_\_\_\_\_  
Jeffrey A. Williams

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97 FEB 10 PM 1:11  
TALLAHASSEE, FLORIDA