

P97000021005

TRANSMITTAL LETTER

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

700002102397--6
-03/03/97--01074--002
*****78.75 *****78.75

SUBJECT: G & W Framing Contractors, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

Name (printed or typed)

JAMES R. FLYNN, ESQUIRE
407 WEST GEORGIA STREET
STARKE, FLORIDA 32091

City, State & Zip

904-964-4667
Daytime Telephone number

Dmc
3/7/97

FILED
97 FEB 28 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
G & W FRAMING CONTRACTORS, INC.

FILED
97 FEB 28 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is:

G & W FRAMING CONTRACTORS, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business as provided for in Florida Statute Section 607.164 (1) (c) and shall include but not be limited to the management of leasehold assets, and of certain secured and unsecured promissory notes and other lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 500 shares, all of which shall be common shares with a par value of One Dollar (\$1.00) per share.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class of series as that which he or she already holds, shall have all right to purchase his or her pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is: 12960 Bear Paw Place, Jacksonville, Florida 32246, and the mailing address of the initial registered office of this corporation is: 12960 Bear Paw Place, Jacksonville, Florida 32246, and the name of the initial registered agent of this corporation at that address is: WILLIAM B. GRAY. The principal address, the street address, and the address of the initial registered office of this corporation is the same; 12960 Bear Paw Place, Jacksonville, Florida 32246.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Article VI Continued:
Directors

MR. WILLIAM B. GRAY
12960 Bear Paw Place
Jacksonville, Florida 32246

MR. JAMES E. WATSON, JR.
9732 South Orr Court
Jacksonville, Florida 32246

MRS. PATRICIA G. GRAY
12960 Bear Paw Place
Jacksonville, Florida 32246

ARTICLE VII - CONTRACTS BETWEEN DIRECTORS AND CORPORATION

Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the Corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the Corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or their participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors, and the Board of Directors, shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors can be counted in determining whether a quorum is present and be entitled to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory laws applicable to it.

ARTICLE VIII - OFFICERS

The initial officers of the Corporation shall be a President, a Vice-President, a Secretary, and a Treasurer. The names and addresses of the initial officers of the Corporation are:

MR. WILLIAM B. GRAY
12960 Bear Paw Place
Jacksonville, Florida 32246

President

MR. JAMES E. WATSON, JR.
9732 South Orr Court
Jacksonville, Florida 32246

Vice-President

MRS. PATRICIA G. GRAY
12960 Bear Paw Place
Jacksonville, Florida 32246

Secretary and
Treasurer

ARTICLE IX - INCORPORATORS

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names.

MR. WILLIAM B. GRAY
12960 Bear Paw Place
Jacksonville, Florida 32246

Shares 225

MR. JAMES E. WATSON, JR.
9732 South Orr Court
Jacksonville, Florida 32246

Shares 225

MRS. PATRICIA G. GRAY
12960 Bear Paw Place
Jacksonville, Florida 32246

Shares 50

Shares held by the initial shareholders listed above may not be re-sold or otherwise transferred to other persons unless in accordance with these articles.

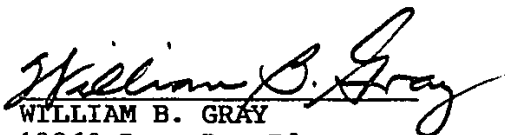
ARTICLE X - INDEMNIFICATION

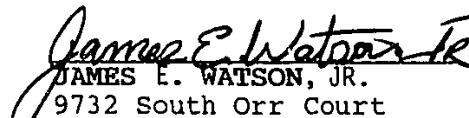
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

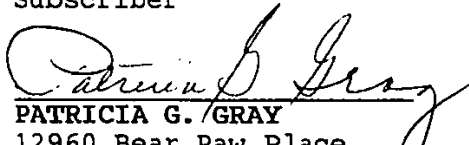
ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Article of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation on the 6th day of February, 199..


WILLIAM B. GRAY
12960 Bear Paw Place
Jacksonville, FL 32246
Subscriber


JAMES E. WATSON, JR.
9732 South Orr Court
Jacksonville, FL 32246
Subscriber

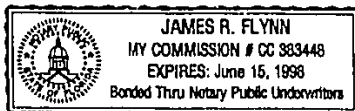

PATRICIA G. GRAY
12960 Bear Paw Place
Jacksonville, FL 32246
Subscriber

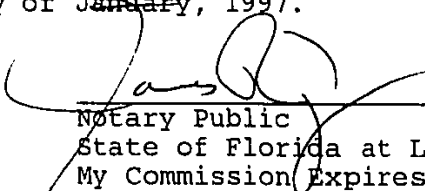
STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above, to take acknowledgments, personally appeared WILLIAM B. GRAY and PATRICIA G. GRAY to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 6TH day of ~~January~~ ^{FEBRUARY}, 1997.

(Notarial Seal)



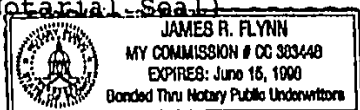

Notary Public
State of Florida at Large
My Commission Expires:
My Commission Number:
Identification Used:
Typed/Printed Name of Notary:

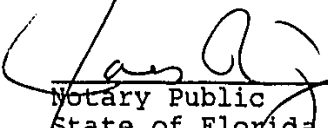
STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above, to take acknowledgments, personally appeared JAMES E. WATSON, JR. to me known to be the person described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 6TH day of ~~January~~ ^{FEBRUARY}, 1997.

(Notarial Seal)




Notary Public
State of Florida at Large
My Commission Expires:
My Commission Number:
Identification Used:
Typed/Printed Name of Notary:

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

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

That G & W FRAMING CONTRACTORS, INC., desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the Articles of Incorporation located in the City
of Jacksonville, County of Duval, State of Florida has named
WILLIAM B. GRAY, located at 12960 Bear Paw Place, Jacksonville,
Florida 32246, of Duval County, State of Florida, 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 provision of said Act relative to keeping open said office.

By:

William B. Gray
WILLIAM B. GRAY

12960 Bear Paw Place
Jacksonville, Florida 32246

FILED
97 FEB 28 AM 9:11
STATE
TALLAHASSEE, FLORIDA