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April 11, 1997

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

800002141788--8  
-04/14/97--01041--011  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Incorporation of Johnson Construction Services, Inc.

Dear Ladies/Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation concerning the above, for filing with your office. A check in the amount of \$122.50 is enclosed to cover the cost of filing.

I would appreciate your faxing a copy to 904-434-7844 and returning the certified copy to my office at your earliest convenience. If you should have any questions, please advise.

Sincerely,

  
MARK A. BEDNAR, ESQUIRE

MAB:tms  
Enclosures

Please return to:  
Mark A. Bednar, Esquire

D. BROWN APR 16 1997

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 14 AM 8:25

**ARTICLES OF INCORPORATION**  
**OF**  
**JOHNSON CONSTRUCTION SERVICES, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 14 AM 8:25

**ARTICLE I - NAME**

The name of this corporation is: JOHNSON CONSTRUCTION SERVICES, INC.

**ARTICLE II - DURATION**

The corporation shall exist perpetually commencing on the date of filing.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of transaction any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 300 shares of \$1.00 par value common stock.

**ARTICLE V - PRE-EMPTIVE 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 which it is offered to others.

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

The street address of the initial principal office of this corporation is 9650 Tower Ridge Road, Pensacola, Florida 32526, and the name of the registered agent for this corporation is JOSEPH JOHNSON, 9650 Tower Ridge Road, Pensacola, Florida 32526.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (3) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the

initial directors of this corporation is:

JOSEPH JOHNSON	9650 Tower Ridge Road Pensacola, Florida 32526
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DANIEL JOHNSON	6514 Frank Reeder Road Pensacola, Florida 32526
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JIMMY JOHNSON	9650 Tower Ridge Road Pensacola, Florida 32526
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#### ARTICLE VIII - INCORPORATORS

The name and address of the persons signing these articles is:

JOSEPH JOHNSON	9650 Tower Ridge Road Pensacola, Florida 32526
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DANIEL JOHNSON	6514 Frank Reeder Road Pensacola, Florida 32526
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JIMMY JOHNSON	9650 Tower Ridge Road Pensacola, Florida 32526
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#### ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE X - SHARES OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

JOSEPH JOHNSON	100 Shares
DANIEL JOHNSON	100 Shares
JIMMY JOHNSON	100 Shares

ARTICLE XI - INDEMNIFICATION

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

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation.

ARTICLE XIII - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares of stock held by the shareholders of this corporation may not be resold or otherwise transferred o any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

ARTICLE XIV- TAX ARTICLE

It is the intention of this charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscribed has executed these Article of Incorporation this 8 day of April, 1997.

  
JOSEPH JOHNSON

STATE OF FLORIDA     )  
COUNTY OF ESCAMBIA )

The foregoing instrument was acknowledged before me this 8 day of April,

1997 by JOSEPH JOHNSON, who is personally known to and who did not take an oath.



DONYA J VIVEIROS  
My Commission CC419745  
Expires Nov. 08, 1998

*Donya J. Viveiros*  
NOTARY PUBLIC

*Daniel Johnson*  
DANIEL JOHNSON

STATE OF FLORIDA )  
COUNTY OF ESCAMBIA )

The foregoing instrument was acknowledged before me this 8 day of April,

1997 by DANIEL JOHNSON, who is personally known to and who did not take an oath.



DONYA J VIVEIROS  
My Commission CC419745  
Expires Nov. 08, 1998

*Donya J. Viveiros*  
NOTARY PUBLIC

*Daniel Johnson*  
DANIEL JOHNSON

STATE OF FLORIDA )  
COUNTY OF ESCAMBIA )

The foregoing instrument was acknowledged before me this 8 day of April,

1997 by JIMMY JOHNSON, who is personally known to and who did not take an oath.



DONYA J VIVEIROS  
My Commission CC419745  
Expires Nov. 08, 1998

*Donya J. Viveiros*  
NOTARY PUBLIC

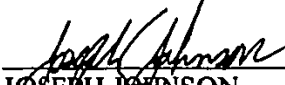
*Jimmy Johnson*  
JIMMY JOHNSON

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 14 AM 8:25

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is JOHNSON CONSTRUCTION SERVICES, INC.
2. The name and address of the registered agent and office is Joseph Johnson, 9650 Tower Ridge Road, Pensacola, Florida 32526.

  
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JOSEPH JOHNSON  
9650 Tower Ridge Road  
Pensacola, Florida 32526

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
\_\_\_\_\_  
JOSEPH JOHNSON

April 8, 1997