

**KELLY & McKEE, P.A.**

*Attorneys at Law*

1718 E. 7th Ave. - Suite 301

P.O. Box 75638

Tampa, Florida 33675-0638

MARK F. KELLY  
ROBERT F. McKEE  
JANET E. WISE  
MARGUERITE LONGORIA

Phone  
(813) 248-6400  
Telecopier  
(813) 248-4020

April 14, 1997

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

RE: NICON CONSTRUCTION, INC.  
NICON INSULATION, INC.

To Whom It May Concern:

Please find enclosed the original and one copy of the Articles of Incorporation for Nicon Construction, Inc., and for Nicon Insulation, Inc., together with our check in the amount of \$250.00, to cover the filing fees. After the Articles have been filed please return the certified copies to me at the above address. If you have any questions, please feel free to contact me.

Thank you for your assistance.

Sincerely,

*Barbara D. Jarnagin*  
Barbara D. Jarnagin  
Secretary

/bdj

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 16 PM 3:39

D. BROWN APR 16 1997

ARTICLES OF INCORPORATION  
OF  
NICON INSULATION, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLE I

The name of this corporation shall be NICON INSULATION, INC., and its principal office shall be 1718 E. 7th Avenue, Suite 301, Tampa, Florida 33605.

ARTICLE II

This corporation shall have perpetual existence, which shall commence at the time of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III

The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes. The corporation shall also have all other powers provided in the statutes of the State of Florida.

ARTICLE IV

The corporation is authorized to issue 500 shares of common stock of a par value of \$1.00 per share.

#### ARTICLE V

The initial registered agent for this corporation is Robert F. McKee, Esquire, and the initial registered office is located at 1718 E. 7th Avenue, Suite 301, Tampa, Florida 33605.

#### ARTICLE VI

The amount of capital with which this corporation shall begin business shall be not less than \$500.

#### ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be one (1). The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

#### ARTICLE VIII

The names and street addresses of each member of the initial Board of Directors is:

Joseph Lopez  
19823 Gulf Boulevard, #16  
Indian Rocks Beach, FL 34635

He shall hold this office until the first annual meeting of stockholders.

#### ARTICLE IX

The name and street addresses of each of the initial officers of the corporation are as follows:

Joseph Lopez, President  
19823 Gulf Boulevard, #16  
Indian Rocks Beach, FL 34635

#### ARTICLE X

Subject to the provisions of the Florida Statutes, stockholders' meetings may be held at any place designated by the Directors.

#### ARTICLE XI

The following additional provisions are inserted for the conduct of the affairs of the corporation:

(a) The corporation may incur any indebtedness in any amount that is in the best interest of the corporation.

(b) The Board of Directors of the corporation is hereby authorized and empowered, from time to time, at its discretion, to:

(i) make and amend By-Laws of the corporation;

(ii) establish such reserves as the Board may deem necessary and in the best interests of the corporation and to set such funds aside for the purpose of the reserve.

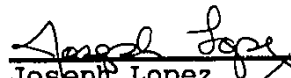
The undersigned, constituting all of the original subscribers for the shares of stock of this corporation, and for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby make and file these Articles of

Incorporation, hereby declaring and certifying that the facts stated therein are true and each does agree to take the shares of stock hereinabove authorized in the following amounts:

Joseph Lopez

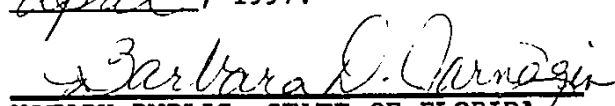
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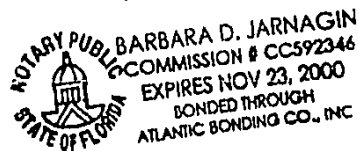
The undersigned original subscriber has executed these Articles of Incorporation for the purposes herein expressed.

  
\_\_\_\_\_  
Joseph Lopez  
19823 Gulf Boulevard, #16  
Indian Rocks Beach, FL 34635

STATE OF FLORIDA     )  
COUNTY OF            )

SWORN TO AND SUBSCRIBED before me by  
Joseph Lopez, to me personally known,  
or who has shown \_\_\_\_\_  
as identification, on this 11th day of  
April, 1997.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:



CONSENT OF REGISTERED AGENT

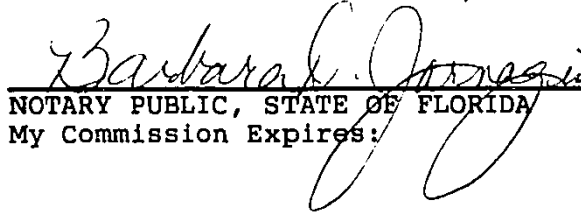
HAVING BEEN NAMED as Registered Agent for Nikon Insulation, Inc., at the office designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the designation.

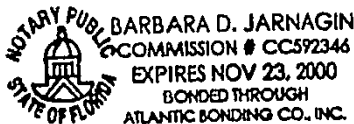


Robert F. McKee  
Kelly & McKee, P.A.  
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P.O. Box 75638  
Tampa, FL 33675-0638  
(813) 248-6400

STATE OF FLORIDA           )  
COUNTY OF HILLSBOROUGH   )

SWORN TO AND SUBSCRIBED before me by  
Robert F. McKee, to me personally  
known, on this 11th day of April,  
1997.

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:



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STATE  
SECRETARY OF CORPORATIONS  
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