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June 10, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RECEIVED
-16/11/97-01028-011
***12. 0 ***12. 06

RE: Jackson County Tower Group, Inc.

Gentlemen:

Enclosed herewith please find an original and one copy of Articles of Incorporation for Jackson County Tower Group, Inc., which includes designation of resident agent. Also, find enclosed check number 13694 in the amount of \$122.50.

Your usual prompt attention in the filing of these articles is greatly appreciated.

Sincerely,

Frank A. Baker /sc

FRANK A. BAKER, Esq.

FAB:sc/articles.ltr

Enclosures

FILED
97 JUN 11 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/16-12-97

ARTICLES OF INCORPORATION
OF
JACKSON COUNTY TOWER GROUP, INC.

97 JUN 11 AM 9:30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators of this corporation, executing these Articles of Incorporation, being natural persons, competent to contract, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of this corporation is JACKSON COUNTY TOWER GROUP, INC.

ARTICLE II
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, tangible and intangible, and services of every class, kind and description; and to conduct any other business and carry on any other activity as may be permissible under law; except that it is not to conduct a banking, safe deposit trust, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, fraternal benefit society, state fair, nor exposition.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is 100 shares of common stock having a nominal or par value of \$10.00 per share.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$1,000.00.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
ADDRESS

The initial mailing and street address of the initial registered and principal office of this corporation in the State of Florida is P.O. Box 18439, 7522 Front Beach Road, Panama City Beach, FL, 32417. The name of the initial registered Resident Agent in the State of Florida is D. Terry DuBose, whose address is P.O. Box 18439, 7522 Front Beach Road, Panama City Beach, FL, 32417. By his signature to these Articles, the said agent consents to the appointment as such, and by his signature hereto acknowledges that he is familiar with and accepts the obligations of that position. The Board of Directors may, from time to time, move the initial registered office of the corporation to any other address in the State of Florida.

ARTICLE VII
DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

Directors are:

NAME

ADDRESS

D. Terry DuBose
Anthony DuBose

P.O. Box 18439, Panama City Beach, FL, 32417
P.O. Box 18439, Panama City Beach, FL, 32417

FILED
97 JUN 11 AM 9 30
TALLAHASSEE
SECRETARY OF STATE

ARTICLE IX
INITIAL OFFICERS

This corporation shall have three (3) offices, initially, consisting of a President, a Vice-President, and a Secretary-Treasurer, which must be filled by at least on (1) natural person. The initial officers are: Anthony DuBose, President; D. Terry DuBose, Vice-President and Secretary-Treasurer.

ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholders, and approved at a stockholders' meeting by majority of the stock then entitled to vote thereon, unless the directors and the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

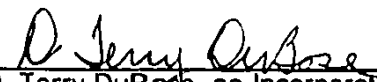
ARTICLE XI
INCORPORATOR

The name and address of the incorporator of this corporation who shall sign and file these Articles, is: D. Terry DuBose, P.O. Box 18439, Panama City Beach, FL, 32417.

ARTICLE XII
PREEMPTIVE RIGHTS

In the event that the Board of Directors authorizes the issuance of further shares of stock in the corporation, or in the event that the officers or directors of the corporation take action to issue previously-authorized shares of stock, then each shareholder of record at the time of the issue or sale shall have the option to purchase such number of shares to be issued, in the proportion that his (or her) already-owned shares bears to the total number of already-issued shares.

EXECUTED and acknowledged that date below written.


D. Terry DuBose, as Incorporator
and as Resident Agent

STATE OF FLORIDA
COUNTY OF JACKSON:

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared D. TERRY DuBOSE, to me known to be the person described in and who executed the foregoing Articles of Incorporation as INCORPORATOR and RESIDENT AGENT, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my Hand and Official Seal this 14th day of June, 1997.

 ME
