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ACCOUNT NO. : 072100000032  
REFERENCE : 451346 80746A  
AUTHORIZATION :  
COST LIMIT : \$ PPD

ORDER DATE : July 3, 1997  
ORDER TIME : 9:49 AM  
ORDER NO. : 451346-005  
CUSTOMER NO: 80746A

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-07/03/97--01061--015  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Keith Sands, Esq  
FRANSON ALDRIDGE & SANDS, P.A.

Suite 200  
1551 Atlantic Boulevard  
Jacksonville, FL 32207

DOMESTIC FILING

NAME: R.L. WAGNER PAINTING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

FILED  
JUL 03 1997  
TALLAHASSEE  
FLORIDA  
11:01

RECEIVED  
97 JUL -3 AM 11:40  
DIVISION OF CORPORATION

JUL 03 1997

4

ARTICLES OF INCORPORATION  
OF  
R. L. WAGNER PAINTING, INC.

FILED  
97 JUL -3 PM 12:07  
TALLAHASSEE FLORIDA

ARTICLE I

Name

The name of this corporation is R. L. WAGNER PAINTING, INC.

ARTICLE II

Nature of Business

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

Capital Stock

The authorized capital of this corporation shall be one thousand (1,000) shares of common stock at a par value of one dollar (\$1.00 per share).

ARTICLE IV

Term of Existence

This corporation shall exist perpetually.

ARTICLE V

Address

The initial street address of the principal office of this corporation is:

2835 River Oak Drive  
Orange Park, FL 32073

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI

Directors

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time, by Bylaws adopted by the shareholders.

**ARTICLE VII**  
**Initial Directors**

The names and street addresses of the members of the first Board of Directors are:

Ronald L. Wagner	2833 River Oaks Drive, Orange Park, FL 32073
Shirley J. Wagner	2833 River Oaks Drive, Orange Park, FL 32073

**ARTICLE VIII**  
**Incorporator**

The name and address of the person signing these Articles of Incorporation is:

Ronald L. Wagner  
2835 River Oak Drive  
Orange Park, FL 32073

**ARTICLE IX**  
**Section 1244 Stock**

The Board of Directors are authorized to issued "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

**ARTICLE X**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is:

1551 Atlantic Boulevard; #200  
Jacksonville, Florida 32207

The name of the registered agent of this corporation located at the address above is:

J. KEITH M. SANDS, ESQUIRE

**ARTICLE XI**  
**Amendment**

These Articles of Incorporation may be amended, altered, changed, or repealed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a shareholder herein are granted subject to this reservation. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote

thereon, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII  
Effective Date

The existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Office of the Secretary of State of the State of Florida.

ARTICLE XIII  
Acceptance of Appointment as Registered Agent

Pursuant to Section 607.034, 607.037, and 607.325, Florida Statutes, the undersigned certifies that he is familiar with and accepts the obligations of the aforementioned statutes as the initial registered agent of this corporation.

  
J. KEITH M. SANDS

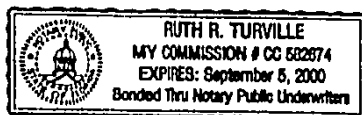
The undersigned submits these Articles of Incorporation for the purpose of filing same with the Office of the Secretary of State of the State of Florida.


  
RONALD L. WAGNER

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 aforesaid to take acknowledgments, personally appeared RONALD L. WAGNER, to me known to be the person described herein as the incorporator and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 27<sup>th</sup> day of June, 1997.



  
Notary Public  
State of Florida, at Large  
My Commission Expires: 9-5-2000