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J. E. OWENS & COMPANY, P. A.

CERTIFIED PUBLIC ACCOUNTANTS

July 1, 1997

State of Florida
Division of Corporations
P O Box 6327
Tallahassee, Fl 32414

000002269210-0117
-08/18/97-01031-0117
****122.50 ****122.50

RE: Corporation Registration

Dear Sirs:

Enclosed please find our check in the amount of \$ 122.50 to be used as payment for the following services connected with the registration of BARRY LOWE MASONARY, INC. as a for-profit corporation with your office:

Filing fees	\$ 35.00
Certified copy	52.50
Registered agent designation	35.00

Total	\$ 122.50
	=====

Please use the enclosed copy of this letter, duplicate articles of incorporation, and return addressed envelope to confirm to us that this request has been processed.

If you have any questions concerning this matter please contact the undersigned. Thank you for your prompt attention to this matter.

Very Truly Yours



Barry R. Lowe
509 South Hudson Street
Orlando, Florida 32835

Phone 407-523-0835

BRLow
mgb
enclosures

Members of AICPA and FICPA

2731 SILVER STAR ROAD SUITE 100 ORLANDO, FL 32808-3935 (407) 293-2651 FAX (407) 295-0421

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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8-18-97
WS

ARTICLES OF INCORPORATION
OF
BARRY LOWE MASONARY, INC.

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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ARTICLE I
NAME

The name of this corporation is BARRY LOWE MASONARY, INC.
The address of the corporation is : 509 South Hudson Street,
Orlando, Fl 32835.

ARTICLE II
DURATION

The Corporation shall have a perpetual existence.

ARTICLE III
PURPOSE

The purpose of this Corporation is to engage in any activities
or business permitted under the laws of the United States and
Florida.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares which this Corporation is
authorized to have outstanding at any time is one (1) thousand
shares of common stock having a par value of one dollar (\$ 1.00)
per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be at 509 South Hudson Street, Orlando, Florida 32835 and the initial registered agent of this Corporation at such office shall be Barry R. Lowe, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of four members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than four. The names and addresses of the directors constituting the initial Board of Directors are:

Barry R. Lowe President	509 South Hudson Street Orlando, Florida 32835
Sandra Lowe Vice President	509 South Hudson Street Orlando, Florida 32835
Walter Rodgers Secretary	207 Toni Street Eatonville, Fl 32810
Chris H. Lowe Treasurer	509 South Hudson Street Orlando, Florida 32835

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Barry R. Lowe, President, 509 South Hudson Street, Orlando, Florida 32835

ARTICLE IX

AMENDMENT

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

ARTICLE X

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XI

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

ARTICLE XII

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding. This right is granted with respect to all shares of stock of the corporation, including:

1. Shares issued as compensation to directors, officers, agents, or employees of the corporation or its subsidiaries or affiliates;

2. Shares issued to satisfy conversion or option rights created to provide compensation to directors, officers, agents, or employees of the corporation or its subsidiaries or affiliates;

3. Shares authorized in these Articles of Incorporation that are issued within six (6) months from effective date of incorporation;

4. Shares sold otherwise than for money. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the price, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmation written waiver submitted by the shareholder

to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XIII

CUMULATIVE VOTING

In any election of directors by the shareholders, each shareholder of record entitled to vote shall have the right to cumulate his shares and give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of shares owned by such stockholder, or to distribute them on the same principle among as many candidates as he sees fit; provided, however, that notice shall be given by any shareholder to the President or a Vice President of the corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to accumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the Bylaws of this corporation.

ARTICLE XIV

LONG-TERM EMPLOYMENT CONTRACT

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for periods longer than one year, and any charter or Bylaw provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contract.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 1st day of July, 1997.



(Name of Incorporator)

STATE OF FLORIDA

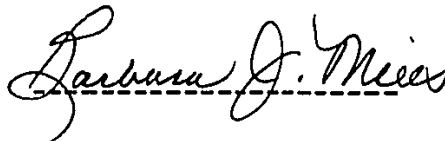
COUNTY OF ORANGE

The foregoing Articles of Incorporation of BARRY LOWE MASONARY, INC., were acknowledged before me this 1st day of July, 1997, by Barry R. Lowe, President.

Notary Public



BARBARA J. MILLS
My Comm Exp. 06/18/2000
Bonded By Service Ins
No. CC562818
11 Personally Known ☒ Other I.D.



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BARRY LOWE MASONARY, INC., at the placed designated in the Articles of Incorporation, Barry R. Lowe, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

8/3/97

Date

A handwritten signature in dark ink, appearing to read "Barry R. Lowe", written over a dashed horizontal line.

Barry R. Lowe

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DIVISION OF CORPORATIONS
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ORGANIZATIONAL WRITTEN ACTIONS OF
THE FIRST BOARD OF DIRECTORS
OF
BARRY LOWE MASONARY, INC.

The undersigned, being all of the members of the Board of Directors named in the Articles of Incorporation of BARRY LOWE MASONARY, INC. (the "Corporation"), acting without meeting pursuant to the Florida Business Corporation Act, hereby consent to and Unanimously adopt the following actions, preambles, and resolutions:

1. Certificate of Incorporation.

It is noted that the Corporation's Articles of Incorporation were duly filed in the of the Secretary of State of the State of Florida. An acknowledging receipt and filing of such Articles of Incorporation and full payment of all charter fees are to be filed in the minute book.

2. Date of Activation.

It is noted that pursuant to such filing with the Secretary of State of Florida, the effective date of incorporation is 1st day of July, 1997.

3. Bylaws.

RESOLVED, that the purpose form of Bylaws for the regulation and management of the affairs of the Corporation which has been read, section by section, is hereby unanimously adopted and ordered to be made a part of the permanent records to follow the Article of Incorporation in the Minute Book.

4. Corporate Seal.

RESOLVED, that the Corporate seal, the impression of which is affixed in the margin hereof, is approved and is designated as the Official Seal of the Corporation.

5. Stock Certificate.

RESOLVED, that the form of stock certificate attached to these minutes is adopted and approved.

6. Election of Officers.

RESOLVED, that the following persons are hereby elected to be officers of the Corporation to assume the duties and responsibilities fixed by the Bylaws and to serve until their respective successors are chosen and qualified:

PRESIDENT:	Barry R. Lowe
VICE-PRESIDENT:	Sandra Lowe
SECRETARY:	Walter Rodgers
TREASURER:	Chris H. Lowe

7. Registered Office/Agent.

RESOLVED, that the registered office and registered agent of the Corporation, initially designated in the Articles of Incorporation, are hereby approved and ratified.

8. Bank Accounts.

RESOLVED, that such bank or banks as the President shall select are designated as a depository of this Corporation, and that funds so deposited may be withdrawn upon the execution of a check, draft, note, or other documents of the Corporation, which documents may be drawn and executed by the Officers of the Corporation specified in such bank's resolution.

9. Ratification of Acts.

RESOLVED, that the acts of the incorporators, promoters, and directors from the date of incorporation to the present date be and the same hereby are ratified and confirmed.

10. Section 1244.

RESOLVED, that all shares of stock hereunder, to the extent permitted by law are to be considered issued in accordance with Section 1244, of the Internal Revenue Code of 1986, as now or hereafter amended.

11. Offer for Stock.

WHEREAS, the Corporation has received offers from the following persons to purchase the number of shares of stock of the Corporation as indicated next to their names, for the purchase price of \$1.00 per share:

<u>NAME</u>	<u>NUMBER OF SHARES</u>
Barry R. Lowe	1000

WHEREAS, in the judgement of the Board of Directors, the consideration offered is reasonably worth the shares of stock to be issued in exchange for such consideration; now therefore, it is

RESOLVED, that upon receipt of the consideration, appropriate stock certificates be issued as soon as possible to the above named individuals to reflect ownership of the shares so purchased.

12. Investment Accounts.

RESOLVED, that the President of the Corporation is hereby authorized and empowered to open an investment account or accounts with such appropriate firms as he may select in order to invest, during the course of the year, any corporate funds which the officers of the Corporation may determine proper.

13. Minute Book.

RESOLVED, that the Corporate shall maintain as part of its corporate record, a corporate minutes book which shall include a record of its Articles of Incorporation and Amendments thereto, its Bylaws and Amendments thereto, minutes of all meetings, or written actions in lieu thereof of its Directors and Shareholders, and its stock transfer ledger.

14. Employee Benefit Claims Procedure.

RESOLVED, that the Employee Benefit Claims Procedure attached to these minutes be and hereby is adopted as the Employee Benefit Claims Procedure of this Corporation except as otherwise specifically provided in the instruments creating any employee benefit plan, or summary plan description issued to employees in connection therewith; and

FURTHER RESOLVED, that the President is appointed as Plan Administrator for the purpose of such claims procedure, except as otherwise provided in a specified claims procedure; and

FURTHER RESOLVED, that the Secretary of the Corporation be and hereby is directed to post a copy of the Employee Benefit Claims Procedure on the bulletin board.

15. Organizational Expenses.

RESOLVED, the Treasurer be and hereby is authorized to pay all fees and expenses incident to and necessary for the organization of this Corporation.

FURTHER RESOLVED, the Corporation elects to deduct its organizational expenditures as permitted by law; and

FURTHER RESOLVED, that the President is hereby directed to instruct the Corporation's accountants to prepare and to file a statement in accordance with Treasury Regulations Section 1.248-1(c) to permit ratable deductions of such organizational expenses.

16. Insurance.

The Corporation, through its President, is authorized to purchase general insurance, unemployment compensation, and liability insurance on behalf of the Corporation.

17. Subchapter "S".

RESOLVED, that the Corporation elects pursuant too Section 1362 of Internal Revenue Code, not to be subject to Taxes imposed by Chapter 1 of the Code.

FURTHER RESOLVED, that the proper officers of the Corporation be and they are hereby authorized, empowered and directed to execute and timely file Treasury Department Form 2553 on behalf of the Corporation with respect to the foregoing election.

18. Licenses and Permits.

RESOLVED, that the officers of the Corporation are directed to obtain in the name of the Corporation such licenses and permits as may be required for the conduct of the business of the Corporation by any Federal, state, county or municipal governmental ordinance or regulation and to do all things necessary or convenient to qualify the Corporation to transact its business in compliance with the laws and regulations of any appropriate Federal, state, county or municipal governmental authority.

19. Employment of Others.

RESOLVED, that the President of the Corporation is hereby delegated the authority by the Board of Directors to determine who shall be full or part-time employees of the Corporation, and

FURTHER RESOLVED, that the President of the Corporation is hereby delegated the authority to determine their compensation, except for officers of the Corporation.

We, the undersigned, being all of the Directors of BARRY
LOWE MASONARY, INC., do hereby ratify, approve, consent to and
confirm all of the above preambles, resolutions and actions.

DATED as of the ____ day of July, 1997.
