

1150 North Twelfth Avenue
Pensacola, Florida 32501

Michael J. Pitts
Attorney at Law

Telephone (904) 434-2629

P97 000074542

August 21, 1997

Secretary of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

RE: A & R of Fort Walton, Inc.
Profit Organization

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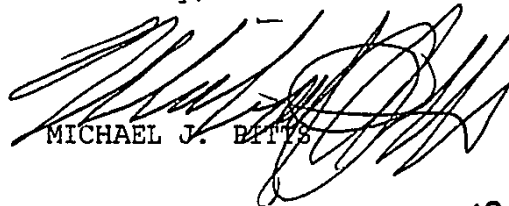
-08/26/97--01063--014
***367.50 ***122.50

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced matter. Please file same and return a certified copy for my file. I am enclosing a check in the amount of \$122.50 to cover the cost.

Your attention to this matter is appreciated.

Sincerely,


MICHAEL J. PITTS

MJP/wcp

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
A & R OF FORT WALTON, INC.

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DIVISION OF CORPORATIONS
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The undersigned, acting as incorporator of a corporation under the Laws of the State of Florida, adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is A & R of Fort Walton, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to provide building supplies and services to the public and engage in any activities, conduct any business or businesses permitted under the laws of the United States, the State of Florida, or any state in which it may then be currently registered or conducting business.

ARTICLE IV - CAPITAL STOCK

The total number of shares that the corporation has authority to issue and have outstanding at any time is 100 shares of a single class of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights purchase at prices, terms, and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property, or past services in addition to that

stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

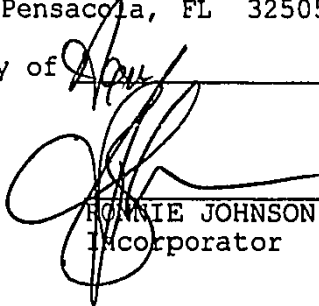
The initial registered^{*principal} office of the corporation is 405-C Lovejoy Road, Fort Walton Beach, FL 32548, and the initial registered agent of this corporation at such office is Ronnie Johnson who, upon accepting this designation, agrees to comply with the provisions of the Florida Statutes with respect to keeping an office open for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member(s). 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 the minimum number allowed by law, nor more than five (5). The names and addresses of the directors constituting the initial Board of Directors are:

RONNIE JOHNSON 400 West Herman Street
Pensacola, FL 32505

EXECUTED this 21st day of May, 1997.



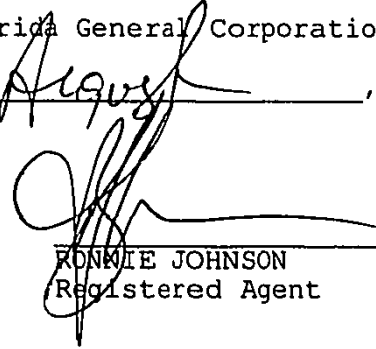
RONNIE JOHNSON
Incorporator

Certificate of Registered Agent

Having been named registered agent to accept service of process for the above-stated corporation, at the place designated

above, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I state that I am familiar with and accept the duties and obligations imposed on me by Section 607.325 of the Florida General Corporation Act.

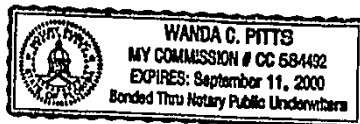
DATED this 21st day of August, 1997.


RONNIE JOHNSON
Registered Agent

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DIVISION OF CORPORATIONS
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STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing Articles of Incorporation of A & R of Fort Walton, Inc., were acknowledged before me on this 21st day of August, 1997, by RONNIE JOHNSON as incorporator.



(S E A L)


Notary Public

My Commission Expires: _____