

9970000 78166

September 1, 1997

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

6
300002286669--4
-09/08/97--01034--013
****131.25 ****131.25

SUBJECT: MICROGUARD PRODUCTS, INC.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for:

\$131.25 Filing fee, Designation of Registered agent, Certified Copy, &
Certificate of Status.

FROM: William B. Evans
1514 1st Street
Neptune Beach, FL 32266
(904)241-3586

FILED
97 SEP -8 PM 12: 21
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MICROGUARD PRODUCTS, INC.

FILED
91 SEP -8 PM 12:21
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is MICROGUARD PRODUCTS, INC.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of common stock at twenty cents (\$.20) par value with pre-emptive rights.

- A. Shareholders of the corporation shall have pre-emptive rights to acquire their pro rata share of stock of the corporation for all issues and reissuances of stock of the corporation no matter when authorized, and for whatever consideration is contemplated to be received by the corporation.
- B. This article pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the shareholders.
- C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The initial principal place of business of this corporation shall be:

604 11th Avenue North
Jacksonville Beach, FL 32250

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

The street address of its initial registered office is:

604 11th Avenue North
Jacksonville Beach, FL 32250

The name of its initial registered agent at such address is Lisa N. Evans-Boley.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Lisa N. Evans-Boley
604 11th Avenue North
Jacksonville Beach, FL 32250

William B. Evans
1514 1st Street
Neptune Beach, FL 32266

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is :

Lisa N. Evans-Boley
604 11th Avenue North
Jacksonville Beach, FL 32250

William B. Evans
1514 1st Street
Neptune Beach, FL 32266

ARTICLE TEN

This corporation shall have as many officers as the board of Directors may determine from time to time in accordance with these Articles of Incorporation, the By-Laws, and applicable law. However, there shall always be at least a president, secretary and a treasurer. Any one person shall be entitled to hold two or more offices in this corporation. The following person shall serve in the below-designated offices until the organizational meeting of this corporation:

President	Lisa N. Evans-Boley 604 11th Avenue North Jacksonville Beach, FL 32250
-----------	--

Secretary	William B. Evans 1514 1st Street Neptune Beach, FL 32266
-----------	--

Treasurer	Barbara P. Evans 1514 1st Street Neptune Beach, FL 32266
-----------	--

ARTICLE ELEVEN

This corporation shall be entitled to make elections or adopt plans from time to time as provided by Federal, State or local tax laws and regulations, as for example, election of Subchapter S status under the Internal Revenue Code or adoption of plans under Section 1244 of the Internal Revenue Code.

ARTICLE TWELVE

The name and address of the subscribers of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration are:

Lisa N. Evans-Boley	2500 shares - \$500.00
604 11th Avenue North	
Jacksonville Beach, FL 32250	

William B. Evans	2500 shares - \$500.00
1514 1st Street	
Neptune Beach, FL 32266	

ARTICLE THIRTEEN

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at the stockholders' meeting by a majority of the stock entitled to vote.

ARTICLE FOURTEEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

IN WITNESS WHEREOF, We, Lisa N. Evans-Boley and William B. Evans, the incorporators above named, have hereto set our hands and seals, this 2 day of SEPT, 1997.

Lisa N. Evans-Boley

Lisa N. Evans-Boley

William B. Evans

William B. Evans

DESIGNATION OF REGISTERED AGENT AND ACCEPTANCE

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Lisa N Evans-Boley

Lisa N. Evans-Boley

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared:

LISA N. EVANS-BOLEY and WILLIAM B. EVANS, who, after first being sworn, depose and state: They are the persons described in the foregoing Articles of Incorporation and they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this
day of Sept., 1997.

Karen K. Mason
Notary Public

My Commission Expires:



KAREN K. MASON
MY COMMISSION # CC431392 EXPIRES
February 9, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
97 SEP -8 PM 12:21
TALLAHASSEE, FLORIDA