

P97000080504

WILLIAM R. PLATT
ATTORNEY AT LAW

(813) 259-9604
(813) 251-1927 Fax

Edgewater Building, Suite 125
600 S. Magnolia Avenue
Tampa, FL 33606

September 9, 1997

Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32304

EXPIRATION DATE
9-9-97

FILED
97 SEP 16 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Carson Plumbing Services, Inc.

Gentlemen:

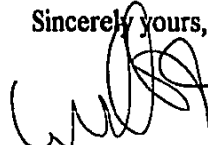
I am enclosing an original and one copy of Articles of Incorporation and the original and one copy of Certificate Designating a Registered Agent and registered office for the corporation. A check in the sum of \$78.75 is enclosed which represents the following fees:

Articles of Incorporation	\$ 35.00
Certificate of Status	8.75
Designation of Registered Agent	35.00

Please file the original of the enclosed Articles of Incorporation and Certificate and return a certificate of Status to this office.

Your prompt attention to this matter would be greatly appreciated.

Sincerely yours,


William R. Platt

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*****78.75 *****78.75

WRP:ds
Enclosures

W97-21045

B. REGISTER SEP. 1, 2, 1997

WILLIAM R. PLATT
ATTORNEY AT LAW

(813) 259-9604
(813) 251-1927 Fax

Edgewater Building, Suite 125
600 S. Magnolia Avenue
Tampa, FL 33606

September 12, 1997

Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32304

RE: Carson Plumbing Services, Inc.

Gentlemen:

I am enclosing an original and one copy of Articles of Incorporation and the original and one copy of Certificate Designating a Registered Agent and registered office for the corporation. A check in the sum of \$78.75 is enclosed which represents the following fees:

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Sincerely yours,

William R. Platt

WRP:ds
Enclosures

BETH -

ENCLOSED IS THE CHECK FOR CARSON PLUMBING
THAT WAS OMITTED W/ ORIGINAL LETTER.
Sorry for the INCONVENIENCE.
DAWN LADD

EFFECTIVE DATE
9-9-97

ARTICLES OF INCORPORATION
OF
CARSON PLUMBING SERVICES, INC.

FILED
97 SEP 16 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural persons, acting as incorporators of a corporation (the "Corporation") under the provisions of Chapter 607, Florida Statutes, as amended from time to time (referred to herein as the "Law"), adopt the following Articles of Incorporation:

ARTICLE I

NAME: The name of the Corporation is CARSON PLUMBING SERVICES, INC.

ARTICLE II

CORPORATE EXISTENCE AND DURATION. This corporation shall commence existence on Sept. 9, 1997 and shall exist perpetually thereafter unless dissolved according to law.

ARTICLE III

1. PURPOSES. The purposes for which the Corporation is organized are as follows:
 - A. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.
2. POWERS. The Corporation, subject to any specific written limitations or restrictions imposed by the Law or by these Articles of Incorporation, shall have and exercise the following powers:
 - A. Statutory Powers. To have and exercise all the powers specified by the Law;
 - B. Entry Into Profit-Sharing Arrangements and Partnerships. To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association, or cooperative association with any domestic corporation or foreign corporations, associations, partnerships, individuals, or other entities, and to enter into general or limited partnerships;
 - C. Guaranties. To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts or other obligations created by any domestic

or foreign corporations, associations, partnerships, individuals or other entities;

D. Stock Options. To grant options for the purchase of stock of the Corporation by employees, officers and directors as from time to time may be approved by the shareholders;

E. Construction of Powers. Each of the foregoing clauses of this section shall be construed as independent powers and the matters expressed in each clause shall not, unless otherwise expressly provided, be limited by reference to or inference from the terms of any other clause. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of these clauses, or the scope of the general powers of the Corporation created by them, nor shall the expression of one thing in any of these clauses be deemed to exclude another not expressed, although it be of like nature.

3. **CARRYING OUT OF PURPOSES AND EXERCISE OF POWERS IN ANY JURISDICTION.** The Corporation may carry out its purposes and exercise its powers in any state, territory, district or possession of the United States, or in any foreign country, to the extent that these purposes and powers are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country; and it may limit the purpose or purposes that it proposes to carry out or the powers it proposes to exercise in any application to do business in any state, territory, district or possession of the United States or foreign country.
4. **LIMITING PROVISION.** Nothing contained in this Article shall be construed to authorize the Corporation to engage in the business of banking, insurance or engineering.

ARTICLE IV

1. **NUMBER OF AUTHORIZED SHARES.** The aggregate number of shares that the Corporation shall have authority to issue is 10,000 shares of Capital Stock with par value of \$1.00 per share.

2. **SHARES NOT TO BE DIVIDED INTO CLASSES.** The shares of the Corporation are not to be divided into classes.
3. **NO SHARES ISSUED IN SERIES.** The Corporation is not authorized to issue shares in series.
4. The shareholders shall have preemptive rights as provided by the Florida Business Corporation Act.

ARTICLE V

1. **NAMES AND ADDRESSES OF INCORPORATORS.** The names and addresses of the Incorporators of the Corporation are as follows:
Frances Ann Osborne, 128 Sherwood Avenue, St. Augustine, FL 30295
John Steve Osborne, 128 Sherwood Avenue, St. Augustine, FL 30295
Robert James Cookus, 3307 S. Westshore Boulevard, Tampa, FL 33629
2. **PRINCIPAL ADDRESS.** The principal address of the Corporation is 3307 S. Westshore Boulevard, Tampa, FL 33629.
3. **REGISTERED OFFICE.** The address of the initial Registered Office of the Corporation is 3307 S. Westshore Boulevard, Tampa, FL 33629.
4. **REGISTERED AGENT.** The initial Registered Agent of the Corporation is Robert James Cookus.

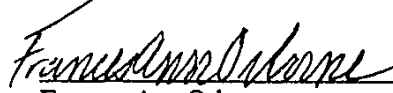
ARTICLE VI

1. **MANAGEMENT OF CORPORATION BY SHAREHOLDERS.** All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the Shareholders of this corporation.
2. **SHAREHOLDER QUORUM AND VOTING.**
 - A. A quorum at a meeting of Shareholders shall consist of not less than 51% of the shares entitled to vote, represented in person or by proxy. If a quorum is present, the affirmative vote of 51% of the shares represented at the Meeting and entitled to vote on the subject matter shall be the act of the Shareholders.
 - B. The affirmative vote of 51% of the shares of this corporation entitled to vote

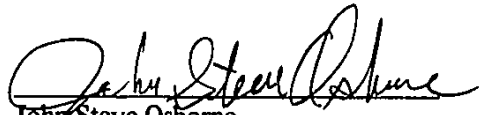
thereon shall be required for the authorization of the following actions:
mergers, sale of assets in other than the ordinary course of business,
dissolution, and creation of indebtedness exceeding \$50,000.00.

3. BY-LAWS. The initial By-Laws shall be adopted by the Shareholders. The power to alter, amend or repeal the By-Laws or to adopt new By-Laws shall be vested in the shareholders. The By-Laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with the Law or these Articles of Incorporation.
4. AMENDMENT OF ARTICLES OF INCORPORATION. The Corporation reserves the right to amend the Articles of Incorporation in any manner now or hereafter permitted by law.

IN WITNESS WHEREOF, the parties have hereunto signed these Articles of Incorporation
this 7 day of September, 1997.



Frances Ann Osborne



John Steve Osborne



Robert James Cookus

STATE OF FLORIDA
COUNTY OF St. Johns

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Frances Ann Osborne, to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 7th day of September, 1997.

is personally known to me

Bryant M. Mickler
NOTARY PUBLIC
State of Florida

My Commission Expires:



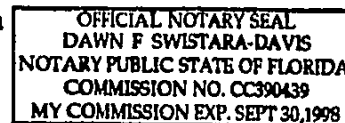
STATE OF FLORIDA
COUNTY OF Hillsborough

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared John Steve Osborne, to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 9th day of SEPTEMBER, 1997.

Dawn F Swistara-Davis
NOTARY PUBLIC
State of Florida

My Commission Expires:



STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

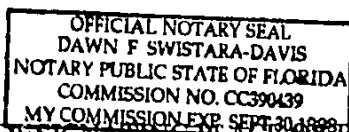
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Robert James Cookus, to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 9th day

of SEPTEMBER, 1997.

Dawn F Swistara-Davis
NOTARY PUBLIC
State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That CARSON PLUMBING SERVICES, INC. desiring to organize under the laws of the State of Florida with its principal place of business in the City of Tampa, County of Hillsborough, State of Florida has named Robert James Cookus as its Registered Agent to accept service of process within this State at 3307 S. Westshore Boulevard, Tampa, FL 33629, its Registered Office.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapters 607 and 48.091 relative to keeping open said office.

Robert James Cookus
Robert James Cookus
Registered Agent

Dated: Sept. 9, 1997

97 SEP 16 AM 11:22
STATE
TALLAHASSEE, FLORIDA