

LAW OFFICES
OF
H. ANTHONY HEIST, P.A.

H. ANTHONY HEIST
Admitted Florida & New Jersey

1661 Estero Boulevard, Suite 20
Post Office Box 2514
Fort Myers Beach, Florida 33932

Telephone 941-463-1765
Fax 941-463-3911
Out-of Area 1-800-253-8428
Out-of Area Fax 1-800-367-9038

DAVID R. WEISSE
Admitted Florida & Connecticut

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November 11, 1997

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Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation of Nesbit Construction, Inc.

Dear Sir/Madam:

Enclosed please find a check in the amount of \$122.50, payable to the Secretary of State, State of Florida, in payment of the following:

- | | |
|--|---------|
| 1. Filing of Articles of Incorporation | \$70.00 |
| 2. Certified copy of filed Articles | \$52.50 |

Also enclosed, please find the original and one copy of the Articles of Incorporation for the above-named corporation. Upon your approval and your filing of the original of these Articles, I would request that you send me a certified copy of the same to the above Post Office address.

Thanking you in advance for your cooperation, I remain,

Very truly yours,

H. Anthony Heist

HAH:cs
Enc.

NOV 18 1997

**ARTICLES OF INCORPORATION
OF
NESBIT CONSTRUCTION, INC.**

FILED
JAN 15 1968
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **NESBIT CONSTRUCTION, INC.**

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business that may be transacted by corporations under Chapter 607 of the Florida Statutes.

ARTICLE III - CAPITAL STOCK

This corporation shall be authorized to issue 1000 shares of \$1.00 par value stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent at this address is as follows:

H. ANTHONY HEIST
ATTORNEY AT LAW
1661 ESTERO BOULEVARD, SUITE 20
P.O. BOX 2514
FORT MYERS BEACH, FL 33932

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may either be increased or decreased from time to time but shall never be less than 1. The name and address of the initial director of the corporation is:

JEFFREY NESBIT
15171 CEDARWOOD LN., #3401
NAPLES, FL 34110

ARTICLE VI - INCORPORATOR

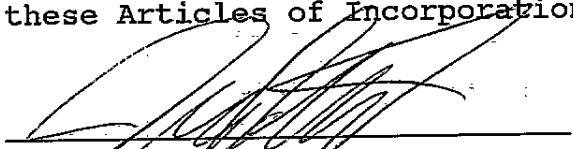
The name and address of the person signing these articles is:

JEFFREY NESBIT
15171 CEDARWOOD LN., #3401
NAPLES, FL 34110

ARTICLE VII - CORPORATION'S PRINCIPAL OFFICE

15171 CEDARWOOD LN., #3401
NAPLES, FL 34110

IN WITNESS WHEREOF, the undersigned subscriber has hereunto executed these Articles of Incorporation this 10th day of November, 1997.


Jeffrey Nesbit

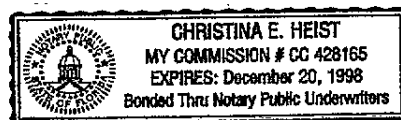
STATE OF FLORIDA
COUNTY OF LEE

EXECUTION OF the foregoing Articles of Incorporation was acknowledged before me this 10th day of November, 1997, by Jeffrey Nesbit who () did (xx) did not take an oath and who is either personally known to the undersigned officer or has produced the following form of identification

FL DL# N213-437-65-262-0
(IDENTIFICATION)

NOTARY PUBLIC/-SIGNATURE ABOVE
NOTARY NAME - Christina E. Heist
COMMISSION NUMBER _____
COMMISSION EXPIRATION DATE _____
(Notary Name/Commission number/Exp. Date
to be typed or printed)

(NOTARY SEAL)



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment to act as registered agent of **NESBIT CONSTRUCTION, INC.** as made in the foregoing Articles of Incorporation.


H. ANTHONY HEIST, ATTORNEY

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TALLAHASSEE, FLORIDA
CLERK OF SUPERIOR COURT