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PROBATE PARALEGAL

December 16, 1997

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

100002380991--5  
-12/23/97--01079--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Articles of Incorporation of Charles Whitley  
Construction, Inc.

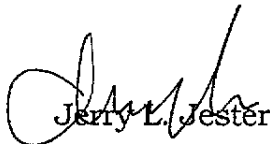
Dear Sir or Madam:

In reference to the above captioned matter, enclosed you will find an original and one (1) copy of proposed Articles of Incorporation, and our check made payable to your order in the amount of \$70.00, representing the following:

Filing Fee	\$35.00
Registered Agent Designation	<u>\$35.00</u>
TOTAL:	\$70.00

Please return the conformed copy to the undersigned in the self-addressed, stamped envelope provided. Thank you for your assistance and cooperation in this matter.

Sincerely,

  
Jerry L. Jester

JLJ/gm  
Enclosures  
cc: Client

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97 DEC 23 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

me 12/24/97

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**ARTICLES OF INCORPORATION**

**OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CHARLES WHITLEY CONSTRUCTION, INC.**

ARTICLE I. Name

The name of this corporation is Charles Whitley Construction, Inc.

ARTICLE II. Duration

This corporation shall have perpetual existence.

ARTICLE III. Purposes

The general purposes for which this corporation is organized are as follows: To operate a construction business; to engage in any type of lawful business; lend or borrow money and to draw, make, accept, discount and issue promissory notes, bills of exchange and other negotiable instruments and to secure the same by mortgage or otherwise; to have offices and officers, agent and agencies in the State of Florida or in any other of United States, or in foreign countries; and to exercise generally such powers as may be incident to or convenient for the purposes and businesses of the corporation and to engage in any activity or business permitted under the laws of the United States and the State of Florida, it being expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict the general powers of the corporation.

ARTICLE IV. Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be one thousand (1000) shares of common voting stock with a par value of One Dollar (\$1.00) per share. All stock issued shall be fully paid.

#### ARTICLE V. Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI. Initial Registered Office and Agent

The street address of the initial registered and principal office of this corporation is 2425 North Courtenay Parkway, Merrit Island, Florida 32953, and the name of the registered agent at that address is 2425 North Courtenay Parkway, Merritt Island, Florida 32953. The mailing address of the corporation is 2425 North Courtenay Parkway, Merritt Island, Florida 32953.

#### ARTICLE VII. Initial Board of Directors

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial directors of this corporation is:

Charles Whitley

399 Wardell Avenue SW  
Palm Bay, FL 32908

#### ARTICLE VIII. Incorporators

The name and address of the person signing these articles is Charles Whitley.

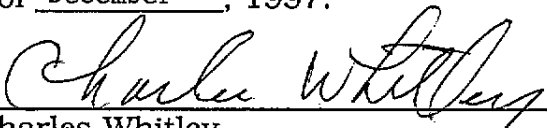
#### ARTICLE IX. Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. Amendment

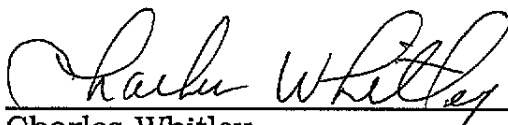
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these Articles of Incorporation this 16th day of December, 1997.

  
\_\_\_\_\_  
Charles Whitley

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

  
\_\_\_\_\_  
Charles Whitley

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA