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PENSACOLA, FLORIDA 32506

CAPT EDWARD T. BOYWID, JAGC, USN, (RET)

TELEPHONE
(904) 453-8303
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EFFECTIVE DATE
1-1-98

January 5, 1998

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

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-01/07/98--01048--023
****122.50 ****122.50

Re: Perdido Quality Fences, Inc.

Dear Sir/Madam:

Enclosed please find original and one copy of the Articles of Incorporation for Perdido Quality Fences, Inc. together with original and one copy of the Certificate Designating Registered Agent. Also enclosed is our check in the amount of \$122.50 to cover the cost of filing.

Sincerely,

Bev Ellis

Bev Ellis
Legal Assistant to
E. T. BOYWID

/ble

Enclosures

perdido.inc/secstate.flr

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JAN - 7 PM 1:22

FILED

CB
1-9-98

**ARTICLES OF INCORPORATION
OF
PERDIDO QUALITY FENCES, INC.**

ARTICLE I-NAME

The name of this corporation is **PERDIDO QUALITY FENCES, INC.**

ARTICLE II-DURATION

This corporation shall have perpetual existence commencing on January 1, 1998 at 12:00 A.M. after the filing of these Articles with the Department of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1525 Oak Leigh Court, Pensacola, Florida 32506, and the name of the initial registered agent of this corporation at that address is **MATTHEW J. AHERN**.

EXPIRATION DATE
1-1-98

FILED
98 JAN -7 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Matthew J. Ahern
1525 Oak Leigh Court
Pensacola, Florida 32506

Joseph W. Turner
1068 Oak View Drive
Pensacola, Florida 32506

ARTICLE VIII-INCORPORATORS

The names and addresses of the Incorporators signing these articles are: Matthew J. Ahern, 1525 Oak Leigh Court, Pensacola, Florida 32506 and Joseph W. Turner, 1068 Oak View Drive, Pensacola, Florida 32506.

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 provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 5th day of January, 1998.



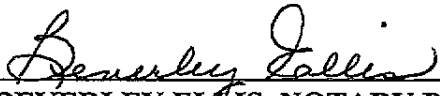
MATTHEW J. AHERN



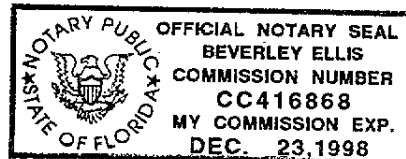
JOSEPH W. TURNER

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 5th day of January, 1998 by
MATTHEW J. AHERN, who is personally known to me or who has produced FL D/L # A1650-SSO-64-380
as identification.



BEVERLEY ELLIS, NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

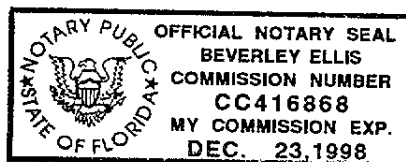


STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 5th day of January, 1998 by
JOSEPH W. TURNER, who is personally known to me or who has produced FL D/L # T656-499-S9-4180
as identification.


BEVERLEY ELLIS, NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

That **PERDIDO QUALITY FENCES, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at **1525 Oak Leigh Court, Pensacola, Florida 32506**, has named **MATTHEW J. AHERN**, as its agent to accept service of process within Florida.

Dated: 5 JANUARY 98



MATTHEW J. AHERN, Director

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



MATTHEW J. AHERN
Registered Agent

FILED
98 JAN -7 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA