

Costin and Costin

ATTORNEYS AT LAW
413 WILLIAMS AVENUE
PORT ST. JOE, FLORIDA 32456
TELEPHONE (850) 227-1159
FAX: (850) 229-6957

Charles A. Costin

Cecil G. Costin, Jr.
(1923 - 1990)

FILED
98 APR 10 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Mailing Address
Post Office Box 98
Port St. Joe, FL 32457-0098

P98600033833

April 6, 1998

Florida Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

500002482295-4
-04/09/98-D1031-009
****122.50 ****122.50

Re: G. W. COMPANY, INC.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy and return the certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$122.50 to cover the following:

\$ 35.00	- filing fee
52.50	- certified copy
<u>35.00</u>	- registered agent designation
\$122.50	

Sincerely,

Sandie R. Kennedy

Sandie R. Kennedy
Legal Secretary/Assistant

Enclosures

W 98 8024
2544

F. CHESSEB APR 14 1998

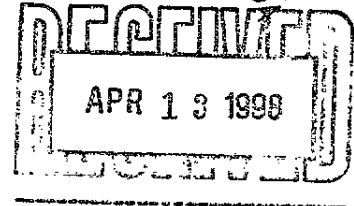


FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 9, 1998

COSTIN AND COSTIN PA
P O BOX 98
PT ST JOE, FL 32457-0098

SUBJECT: G. W. COMPANY, INC.
Ref. Number: W98000008028



We have received your document for G. W. COMPANY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 198A00019010

ARTICLES OF INCORPORATION
OF
G. W. COMPANY AND SONS, INC.

FILED
98 APR 10 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I
Name

The name of the corporation is "G. W. COMPANY AND SONS, INC."

ARTICLE II
Duration

The corporation shall have perpetual existence, commencing on the date of filing.

ARTICLE III
General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is that of operating a commercial and residential construction company and to receive any contracts or assignments of contracts therefore or related thereto or connected therewith and to deal in and deal with any materials, equipment, devices or wares or anything incidental to or required for or useful in connection with the above that can be advantageously carried on in conjunction with and incidental to any of the matter aforesaid. This corporation shall also have the power to transact any lawful business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or

supplements thereto, and any other Florida Statutes relating to corporations for profit.

ARTICLE IV
Capital Stock

The corporation is authorized to issue one hundred (100) shares of One Cent (\$.01) par value common stock which shall be designated as common shares.

ARTICLE V
Initial Registered Office and Agent

The address of the initial registered office of this corporation is 6241 Americus Street, Port St. Joe, Florida 32456. The name of the initial registered agent of this corporation at that address will be Harold Wayne Frasure. The principal office address of this corporation is 6241 Americus Street, Port St. Joe, Florida 32456.

ARTICLE VI
Initial Board of Directors and Officers

The company shall have three (3) directors initially. The executive positions (officers) of the directors are set forth hereinbelow and the respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholder. The names and addresses of the initial directors and officers are:

HAROLD WAYNE FRASURE, President
6241 Americus Street
Port St. Joe, Florida 32456

ANDREW WAYNE FRASURE, Vice-President
6241 Americus Street
Port St. Joe, Florida 32456

TIMOTHY R. FRASURE, Secretary/Treasurer
6241 Americus Street
Port St. Joe, Florida 32456

ARTICLE VII
Incorporators

The names and addresses of the incorporators signing these articles are:

Harold Wayne Frasure
6241 Americus Street
Port St. Joe, Florida 32456

Andrew Wayne Frasure
6241 Americus Street
Port St. Joe, Florida 32456

Timothy R. Frasure
6241 Americus Street
Port St. Joe, Florida 32456

ARTICLE VIII
By-Laws

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX
Initial Shareholders

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

Harold Wayne Frasure 100 shares common stock

ARTICLE X
Powers

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, but it may not

mortgage or pledge any or all of its property or assets without shareholder approval.

ARTICLE XI
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 6th day of April, 1998.

G. W. COMPANY AND SONS, INC.

By: Harold Wayne Frasure
HAROLD WAYNE FRASURE, Incorporator

By: Andrew Wayne Frasure
ANDREW WAYNE FRASURE, Incorporator

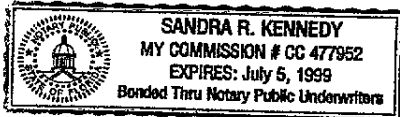
By: Timothy R. Frasure
TIMOTHY R. FRASURE, Incorporator

State of Florida
County of Gulf

BE IT REMEMBERED that on this 6th day of April, 1998, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **HAROLD WAYNE FRASURE, ANDREW WAYNE FRASURE and TIMOTHY R. FRASURE**, who produced valid Florida Drivers Licenses as identification, known to me to be the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation is the free act and

deed of the incorporators and that the facts therein set are truly set forth and that they desire to associate themselves pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.



Sandra R. Kennedy
Notary Public

FILED
98 APR 10 AM 10:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that G. W. COMPANY AND SONS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named **HAROLD WAYNE FRASURE**, 6241 Americus Street, Port St. Joe, Florida 32456, as its agent to accept service of process within this State.

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 provision of said act relative to keeping open said office.

Harold Wayne Frasure
HAROLD WAYNE FRASURE
Registered Agent
6241 Americus Street
Port St. Joe, Florida 32456