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CHARLES R. DENMAN
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16 April 1998

Secretary of State
Division of Corporations
The Capitol
Tallahassee, FL 32399-0250

Re: WHALIN SERVICES, INC.

700002493497--1
-04/20/98--01053--004
*****70.00 *****70.00

Dear Agent:

Enclosed is the Original and one copy of the Articles of Incorporation of WHALIN SERVICES, INC. and my check in the amount of \$70.00 for required fees. Please date stamp and return the copy of the Articles to this office.

Please note Ms. Whaley and Mr. Gaulin (the incorporators) are the owners of record of the registered fictitious name WHALIN SERVICES, which this Corporation will replace.

If you have any questions, please contact me directly.

Sincerely,



Charles R. Denman

Encl: As stated

FILED
98 APR 20 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
4/22/98

Articles of Incorporation
of
WHALIN SERVICES, INC.

FILED
98 APR 20 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENTS: That the undersigned hereby organizes and incorporates for the purpose of forming a body corporate under and by virtue of "CHAPTER 607, CORPORATION LAW, FLORIDA STATUTES", for the transaction of business with and under the following charter.

ARTICLE I

The name of the corporation shall be WHALIN SERVICES, INC..

ARTICLE II

The general nature of the business to be transacted by this corporation shall be:

To own, manage, maintain and operate a Construction, Maintenance and repair business and any other functions related thereto; and to perform any other lawful business for which a corporation may be organized under "CHAPTER 607, CORPORATION LAW, FLORIDA STATUTES", as may from time to time be amended.

ARTICLE III

The amount of the total authorized capital stock of the corporation shall be 7000 shares of common stock having a nominal par value of One Dollar (\$1.00) per share.

The whole or any part of the capital stock of the corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Board of Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Board of Directors.

ARTICLE IV

The amount of capital, in lawful money of the united States of America, or its equivalent, with which the corporation shall begin business shall be the sum of \$500.00 or more.

ARTICLE V

This corporation is to have perpetual existence

ARTICLE VI

The principal office, or place of business, of this corporation shall be 1687 Wavecrest ST., Merritt Island, State of Florida.

ARTICLE VII

The Board of Directors of this corporation shall be any number, not less than one (1) nor more than thirteen (13), fixed from time to time by the By-Laws of the corporation.

ARTICLE VIII

The name and post office address of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws of this corporation, and "CHAPTER 607, CORPORATION LAW, FLORIDA STATUTES", shall hold office until the first meeting of the incorporator of said corporation, or until his successor is elected and qualified shall be:

<u>DIRECTOR</u>	<u>POST OFFICE ADDRESS</u>
Donna M. Whaley	1687 Wavecrest St., Merritt Island, FL 32952-5619
Steven J. Gaulin	1687 Wavecrest St., Merritt Island, FL 32952-5619

ARTICLE IX

The name and post office address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration therefor (the sum of such values is not less than the amount of initial capital specified in Article IV) are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>	<u>CONSIDERATION</u>
Donna M. Whaley	1687 Wavecrest St.,	500	\$500.00
& Steven J. Gaulin	Merritt Island, FL 32952-5619		

ARTICLE X

The incorporator hereby names Donna M. Whaley, whose address is 1687 Wavecrest St., Merritt Island, FL 32952-5619 as its resident agent to accept service of process within the state.

ARTICLE XI

The business of the corporation shall be managed, controlled and conducted by a President, Vice-President, Secretary and Treasurer (any person may hold two or more offices except that the President shall not also be the Secretary of the corporation), and a Board of Directors. The Directors shall be chosen annually after the first year of existence of the

corporation by the stockholders, at the annual meeting of the stockholders. The officers who shall serve during the first year of the existence of the corporation , or until their successors are elected and qualified, shall be:

<u>NAME</u>	<u>ADDRESS</u>
Donna M. Whaley, President	1687 Wavecrest St., Merritt Island, FL 32952-5619
Steven J. Gaulin, Secretary	1687 Wavecrest St., Merritt Island, FL 32952-5619

At the first meeting after incorporation, the incorporator, or the then stockholders, may proceed with the election of a President, Vice-President, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer, if they choose, to fill the positions of those named in the Charter, and such officers shall fill the same term, to wit: during the first year of the existence of the corporation, or until their successors are elected and qualified. The number of Directors and their terms of office and manner of election, as well as their duties, shall be prescribed by the By-Laws,

A majority of the Directors present at any meeting shall constitute a quorum, and a majority vote of the Directors present shall control.

The first annual meeting of the stockholders will be held at the office of the corporation at Merritt Island, Florida, at the hour of 6 P.M., on the 5th day of May, 1998, and thereafter on the first Tuesday in May of each year at such place, unless changed by the By-Laws of the corporation.

All payments for stock shall be in lawful money of the United States of America; provided, however, that any designated portion of the stock shall be made payable in property, labor or services at a just valuation to be fixed by the incorporator or by the Directors at a meeting called for such purpose. Property, labor or services may also be purchased or paid for with capital stock at a just valuation of such property, labor or services, to be fixed by the Directors of the corporation, at a meeting called for such purpose. All stock issued shall be fully paid and non-assessable. Stock shall be transferable only in a manner prescribed in the By-Laws and every person becoming a stockholder by such transfer shall in proportion to the stock succeed to all rights and liabilities of the prior stock holder.

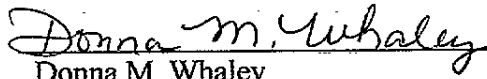
Immediately after the adjournment of the annual meeting of the stockholders, the Directors shall hold their annual meeting for the election of officers and such other business as

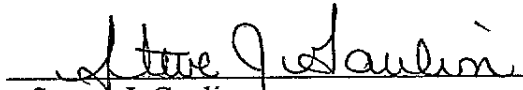
may properly come before this meeting. The meeting of the Board of Directors may be held within or without the State of Florida, but meetings of the stockholders shall be held at the principal office of the corporation at Merritt Island, Florida. This corporation may have such other places of business either within or without the State of Florida as may be deemed desirable.

The amount of indebtedness or liability to which the corporation may at any time subject itself shall be unlimited.

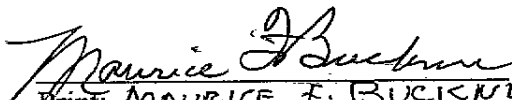
This corporation shall adopt an appropriate seal and shall adopt By-Laws for the government of its affairs not inconsistent with these Articles of Incorporation and the Laws of the State of Florida, which may be amended or replaced as provided in said By-Laws.

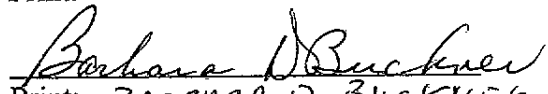
IN WITNESS WHEREOF, the subscriber(s) hereto has/have set his/her/their hand and seal this 14th day of April, 1998, A.D.


Donna M. Whaley


Steven J. Gaulin

Subscribed and sealed in our presence:


Print: MAURICE F. BUCKNER

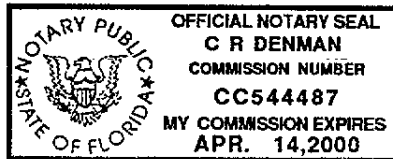

Print: BARBARA D BUCKNER

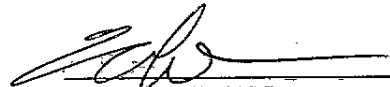
STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, a Notary Public, in and for the State of Florida at Large, Personally appeared DONNA M. WHALEY and STEVEN J. GAULIN, to me personally known ☒ or identified by _____, and known by me to be the person(s) who executed the forgoing Certificate of Articles of Incorporation of NAME, and acknowledged that he/she/they executed the same for the purposes therein expressed.

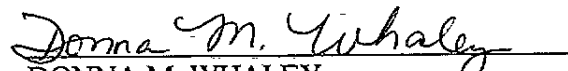
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in said County and State this 14th day of April, 1998.




C. R. DENMAN

ACKNOWLEDGMENT

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


DONNA M. WHALEY
Resident Agent

FILED
98 APR 20 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA