

R. CRAIG HEMPHILL & ASSOCIATES
ATTORNEYS AT LAW

P98000073831

R. CRAIG HEMPHILL
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17 August 1998

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*****70.00 *****70.00

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

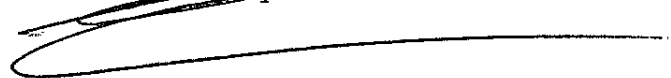
Gentlemen:

Enclosed please find the following items for DLB
CONSTRUCTION, INC., to be filed.

1. Articles of Incorporation,
2. Copy of the Articles,
3. Acceptance of Registered Agent.
4. Check in the amount of \$70.00 to cover the filing fee for the articles of incorporation (\$35) and acceptance (\$35). It is not necessary for us to obtain a certified copy.

Thank you for your assistance in this matter

Sincerely yours,



C. Eugene Loftin

EL\cbd

enclosures (4)

cc Bradley Scott Burch...

FILED
98 AUG 21 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF
DLB CONSTRUCTION, INC.

FILED
98 AUG 21 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

Corporate Name

The name of this corporation shall be DLB CONSTRUCTION, INC..

ARTICLE II

Nature of Business

The general purpose for which this corporation is organized is as follows:

(a) To engage in a business of welding, concrete work, and home repairs.

(b) To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

(c) To do all things incident to this business, including but not limited to hiring employees, advertising, obtaining licenses, owning property, entering into contracts and borrowing money. Nothing herein shall restrict or limit these general purposes in any way.

ARTICLE III

Capital Stock

The capital stock of this corporation shall consist of Two Hundred Fifty Thousand (250,000) shares of stock with a

par value of one cent per share (\$00.01) par value. The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America, or services at a just valuation to be fixed by the directors. Property or labor may also be purchased with the capital stock at reasonable and fair value as determined by the directors and agreed upon by the subscriber.

ARTICLE IV

Amount of Capital With Which to Begin Business

The amount of capital with which to begin this business shall be One Thousand Dollars (\$1,000.00) Dollars.

ARTICLE V

Corporate Existence

This corporation shall have perpetual existence.

ARTICLE VI

Registered Office

The initial principal office and mailing address of this corporation shall be 8633 Washington Avenue, Jacksonville, Florida 32208. This shall be the registered office and Bradley Scott Burch shall be the registered agent.

ARTICLE VII

Number of Directors

The number of directors shall be two and the by-laws may provide for an increase or decrease in the number of directors as is authorized by law. Directors shall be elected at the annual meeting of shareholders by shareholders as provided in the by-laws. Vacancies on the board of

directors for any reason may be filled to serve the balance of the term by a majority vote of the existing directors.

ARTICLE VIII

Name and Post Office Address of the Members of the First Board of Directors

The name and post office address of the members of the first board of directors is as follows:

Bradley Scott Burch	Andrew M. Reed
8633 Washington Avenue	8617 Adams Avenue
Jacksonville, FL 32208	Jacksonville, FL 32208

ARTICLE IX

Subscribers and Number of Shares

The name and post office address of each subscriber to the Certificate of Incorporation and the number of shares agreed upon is as follows:

Subscriber:	Shares:
Bradley Scott Burch 8633 Washington Avenue Jacksonville, FL 32208	1,000
Andrew M. Reed 8617 Adams Avenue Jacksonville, FL 32208	1,000

ARTICLE X

RESTRICTED TRANSFER

All share certificates issued shall reflect on the face that a transfer is restricted as required by Florida Statute, section 607.0627. It is contemplated that each shareholder shall provide services to the corporation and have familiarity with the operations of the business. Shares may not be transferred without the unanimous consent of all directors. No shareholder may pledge or alienate any interest in the shares without the unanimous consent of all directors. In the event, a shareholder can not provide services or there is a necessity for any shares to be transferred, the corporation has a first option to acquire all such shares for the par value of \$.01 per share.


ARTICLE XI

AMENDMENTS

The articles of incorporation may be amended in a manner provided by law. Every amendment shall be approved by the holder or holders or a majority of the stock with the right to vote thereon.

IN WITNESS WHEREOF, the undersigned have made and subscribed this Certificate of Incorporation at Jacksonville, Duval County, Florida, for the uses and purposes aforesaid on this 14th day of August, 1998.



Bradley Scott Burch


Andrew M. Reed

STATE OF FLORIDA
COUNTY OF DUVAL

Personally appeared before me, the undersigned authority, Bradley Scott Burch and Andrew M. Reed, who are known to me to be the persons described in and who executed the foregoing Certificate of Incorporation, for DLB CONSTRUCTION, INC., and each acknowledged the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal at Jacksonville, Florida, this 14th August, 1998.


NOTARY PUBLIC, State of Florida
My commission expires:



C. Eugene Loftin
MY COMMISSION # C0654045 EXPIRES
June 9, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE OF DESIGNATION AS
REGISTERED AGENT**

The undersigned, **Bradley Scott Burch**, designated as the registered agent for **DLB CONSTRUCTION, INC.**, in the certificate of incorporation for that entity filed with the Secretary of State, Division of Corporations for State of Florida, states that he is familiar with and hereby accepts the duties and responsibilities as registered agent and agrees to be fully responsible for any obligations arising therefrom. Bradley Scott Burch has continuously been a resident of the State of Florida for more than a year and he is presently a resident of the State of Florida. The business address of Bradley Scott Burch is the same as that of the corporation, **DLB CONSTRUCTION, INC.**, 8633 Washington Avenue, Jacksonville, FL 32208.

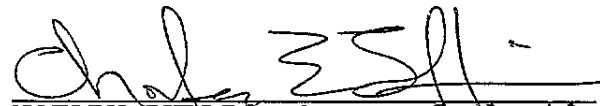
REGISTERED AGENT


Bradley Scott Burch

STATE OF FLORIDA
COUNTY OF DUVAL

Personally appeared before me, the undersigned authority, Bradley Scott Burch, who is the person known to me to be the person described in and who executed the foregoing acceptance as registered agent for **DLB CONSTRUCTION, INC.** a Florida corporation, and he acknowledged before me, according to law, that he made and subscribed same for the uses and purposes mentioned and set forth herein.

WITNESS my hand and official seal at Jacksonville, Florida, this 17 day of August, 1998.


NOTARY PUBLIC, State of Florida
My commission expires:



C. Eugene Loftin
MY COMMISSION # CC654045 EXPIRES
June 9, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

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