

P980000 79842

TRANSMITTAL LETTER

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

RE: SHERMAN OWNBEY MASONRY INC.

600002636356--8
-09/10/98--01061--014
****122.50 ****122.50

RECEIVED
9-4-98

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$122.50 for Filing Fee, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Sherman Ownbey
SHERMAN OWNBEY

FROM: SHERMAN OWNBEY MASONRY INC.
8625 E. HAMPTON POINT ROAD
INVERNESS, FL 34450

352-344-8246

APPROVED
AND
FILED
98 SEP 10 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

SHERMAN OWNBEY MASONRY INC.

The undersigned incorporator, being a person competent to contract, subscribe to these Articles of Incorporation to form a corporation for profit under the laws of the state of Florida.

ARTICLE I - NAME

EFFECTIVE DATE

9-4-98

The name of the corporation shall be:

SHERMAN OWNBEY MASONRY INC.

ARTICLE II - BUSINESS AND ACTIVITIES

The corporation may engage in any activity or business permitted under the laws of the United States, and of the State of Florida.

ARTICLE III - CAPITAL STOCK

A. The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and non assessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock and their judgment of such value shall be conclusive.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence beginning on September 4, 1998 and shall exist thereafter unless dissolved according to law.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 SEP 10 AM 9:09

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ARTICLE V - PRINCIPAL OFFICE

The principal office of the corporation shall be located at :

8625 E. Hampton Point Road, Inverness, Florida 34450

or at such other place as may later be designated by the Board of Directors.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered office of the corporation shall be:

8625 E. Hampton Point Road, Inverness, Florida 34450

The registered agent will be:

Sherman Ownbey

ARTICLE VII -DIRECTORS

The business of this corporation shall be conducted by a Board of Directors which shall consist of not less than one (1) and not more than nine (9) as shall from time to time be designated in the by-laws of this corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

The names and street addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the by-laws of the corporation and the laws of the State of Florida, shall hold office for the first year of corporate existence or until their successors are elected and are duly qualified are;

Sherman Ownbey
8625 E. Hampton Point Road, Inverness, Florida 34450
President, Vice-President, Secretary-Treasurer, Director

ARTICLE VIII - INCORPORATOR (S)

The name and street address of the incorporator of these Articles of Incorporation is:

Sherman Ownbey, 8625 E. Hampton Point Road, Inverness, FL 34450

ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a shareholders meeting by the holders of a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the Shareholders or the Board of Directors of this corporation provided, however, that any by laws adopted by the Directors which are inconsistent with any by-laws adopted by the Shareholders shall be void, and the Directors may not alter, amend or repeal any by-laws adopted by the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has made, subscribed and acknowledged these Articles of Incorporation, this 8th day of SEPTEMBER, 1998.

Sherman Ownbey
Incorporator, SHERMAN OWNBEY

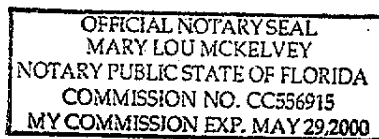
STATE OF FLORIDA
COUNTY OF CITRUS

I HEREBY CERTIFY that on the 8th day of SEPTEMBER, 1998 personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments: SHERMAN OWNBEY, to me well know and known to me to be the person who executed the foregoing ARTICLES OF INCORPORATION and who acknowledged that he signed and executed the same for the uses and purposes herein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the county and state last aforesaid, this 8th day of SEPTEMBER, 1998.

Mary Lou McKelvey
Mary Lou McKelvey

Notary Public, State of Florida



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State Of Florida, submits the following statement in designating the registered office/registered agent, in the State Of Florida.

THE NAME OF THE CORPORATION IS: SHERMAN OWNBEY MASONRY INC.

THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

SHERMAN OWNBEY
8625 E. HAMPTON POINT ROAD
INVERNESS, FLORIDA 34450

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


SHERMAN OWNBEY

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AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA