

P98000084286

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Thomas + Sons Millwork
Company

400002646844--3

-09/23/98--01006--020

****122.50 ****122.50

EFFECTIVE DATE
09-29-98

- Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC I or 3 File _____
- ____ UCC II Search _____
- ____ UCC II Retrieval _____
- ____ Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 30 PM 2:45

RECEIVED
98 SEP 23 AM 9:15
DIVISION OF CORPORATIONS

Signature _____

Requested by: CS 9/23 9:01
Name Date Time

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 23, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: THOMAS & SONS MILLWORK COMPANY
Ref. Number: W98000021781

We have received your document for THOMAS & SONS MILLWORK COMPANY 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 effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 798A00047985

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 SEP 30 PM 2:45

OF

THOMAS & SONS MILLWORK COMPANY

The undersigned Subscriber of these Articles of Incorporation, adopts these Articles of Incorporation to form a corporation in accordance with Chapter 607, Fla. Stat. and other laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is Thomas & Sons Millwork Company.

ARTICLE II - DURATION

This Corporation shall commence upon the execution of these Articles of Incorporation and shall exist perpetually.

ARTICLE III - PURPOSE

This Corporation is formed to engage in the construction and installation of cabinetry and business of architectural millwork and to engage in any other activities allowed by the laws of the State of Florida and United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) shares of \$1.00 par value common stock. The shares of this Corporation shall not be divided into classes. No preemptive rights are provided to any shareholder of the Corporation.

ARTICLE V - PRINCIPAL OFFICE

The principal office address of the business of the Corporation is 6025 Technology Drive, West

Melbourne, Florida 32904.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and agent of this Corporation is James H. Fallace & Assoc., P.A., 1900 South Hickory Street, Melbourne, Florida 32901. The name of the initial registered agent of this Corporation at that address is David G. Larkin.

ARTICLE VII - INCORPORATORS

The name and address of the initial Incorporator of these Articles and initial subscriber to the capital stock is as follows: Thomas W. Soyk, 6025 Technology Drive, West Melbourne, Florida 32901.

ARTICLE VIII - BYLAWS

The initial bylaws of this Corporation shall be adopted by the directors of the Corporation. The bylaws may be repealed or amended from time to time by either the stockholders or directors, but the directors may not alter, repeal or amend any bylaws adopted by the stockholders if the stockholders specifically provide that such bylaws not be subject to amendment or repeal by the directors.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

**ARTICLE X - APPROVAL OF STOCKHOLDERS
REQUIRED FOR MERGER**

Any plan of merger must be approved by a majority of the stockholders of this Corporation, whether or not such approval is required by law.

ARTICLE XI - I.R.C. SECTION 1244

It is the intent of the Incorporator to qualify the shares of common stock issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE XII - INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XIII - AFFILIATED TRANSACTIONS

The Corporation expressly elects that it shall not be governed by Section 607.0901, Florida Statutes (1996), as amended from time to time, or any corresponding provisions of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of September, 1998.


Thomas W. Soyk

STATE OF FLORIDA)
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 29th day of September, 1998, by Thomas W. Soyk, who is personally known to me or who has produced _____ identification and who did take an oath.



Notary Public
State of Florida at Large
My Commission Expires:



**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.

1. The name of the corporation is:

Thomas & Sons Millwork Company

2. The name and address of the registered agent and office is:

JAMES H. FALLACE & ASSOC., P.A.
David G. Larkin
1900 So. Hickory Street
Melbourne, Florida 32901

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.


David G. Larkin

09/29/98
Date

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DIVISION OF CORPORATIONS
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