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LORI WHEELER, P.A.
Attorney at Law

TELEPHONE
(407) 648-8554

545 DELANEY AVENUE
BUILDING #1
ORLANDO, FLORIDA 32801

FACSIMILE
(407) 648-9734

October 21, 1998

Secretary of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

To whom it may concern:

Enclosed please find the Original Articles of Incorporation of KENNETH WADDELL AND ASSOCIATES, INC., along with a check in the amount of \$78.75 for the filing fee.

If you have any questions please do not hesitate to contact me at (407) 648-8554.

Sincerely,


LORI WHEELER

LW/bb

Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
KENNETH WADDELL AND ASSOCIATES, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be KENNETH WADDELL AND ASSOCIATES, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

545 Delaney Avenue, Building 1, Orlando, Florida 32801

ARTICLE III

NATURE OF BUSINESS AND POWERS

1. The nature of the business to be conducted or promoted and the purpose of the Corporation are to perform concrete and demolition work; excavation and fine grading both commercial and residential.
2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a Corporation by the General Corporation Act of Florida.

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ARTICLE III

CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is: one hundred (100) shares of common stock at \$1.00 per share, par value.

ARTICLE VI

INCORPORATOR

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

Kenneth Eugene Waddell, Jr.
545 Delaney Avenue, Orlando, Florida 32801

ARTICLE VII

BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS

The name of the Director of this Corporation and his street address is:

Kenneth Eugene Waddell, Jr.
545 Delaney Avenue, Orlando, Florida 32801.

The person named as Initial Director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX

RESTRICTIONS ON TRANSFER OF STOCK

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

Kenneth Eguene Waddell, Jr. One hundred (100) Shares

ARTICLE X

INDEMNIFICATION

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

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority of the Board of Directors, unless all of the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon the filing of these articles.

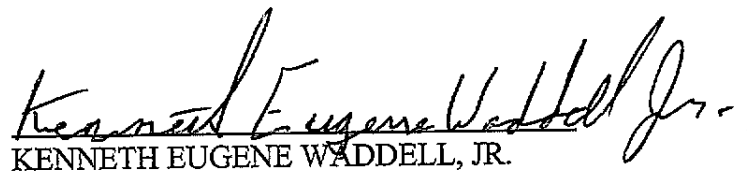
ARTICLE XIII

BYLAWS

The power to adopt, amend, or repeal bylaws for the management for this Corporation shall be vested in the Board of Directors or the shareholders, but the

Board of Directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

IN WITNESS WHEREOF the undersigned, as Incorporator and President, has executed the foregoing Articles of Incorporation this 14th day of October, 1998.



KENNETH EUGENE WADDELL, JR.

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of October, 1998, by Kenneth Eguene Waddell, Jr., who is personally know to me and who did/did not take an oath.




WANDA QUINTANA
My Commission CG414225
Expires Oct. 18, 1998
Bonded by HAI
800-422-1555


WANDA QUINTANA
NOTARY PUBLIC
STATE OF FLORIDA

**CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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. My registered address is 545 Delaney Ave., Bldg. 1, Orlando, Fl. 32801.



LORI WHEELER, ESQUIRE

Registered Agent

Dated: 10/14/98

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