

P99000002064

MR. GROUT OF SARASOTA COUNTY, INC.
3605 BELMONT BLVD.
SARASOTA, FLORIDA 34232

(941) 924-9909

December 1, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P O Box 6327
Tallahassee, FL 32301

100002722961--5
-12/28/98--01040--015
****122.50 ****78.75

Dear Sir or Madam:

As Incorporator of the above named corporation, I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida, beginning January 1, 1999.

Enclosed are the following papers, together with my check:

- a. Original and one copy of Certificate of Incorporation for filing and approval by your office.
- b. Certificate of Registered Agent;
- c. Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate
\$52.50 for certified copy
\$35.00 for Registered Agent Designation

Please return the certified copy as soon as possible.

Very truly yours,

Charles Richard Hand, Jr.

CHARLES RICHARD HAND, JR.
PRESIDENT
MR. GROUT OF SARASOTA COUNTY, INC.

enclosure

FILED
99 JAN -6 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-29133

SHARON

JAN -7 1999



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 30, 1998

CHARLES RICHARD HAND, JR.
3605 BELMONT BLVD.
SARASOTA, FL 34232

SUBJECT: MR. GROUT OF SARASOTA COUNTY, INC.
Ref. Number: W98000029133

We have received your document for MR. GROUT OF SARASOTA COUNTY, INC. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6924.

Sharon Davis
Document Specialist Supervisor

Letter Number: 398A00060919

MR. GROUT
1823 Brookhaven Dr.
Sarasota, Fla. 34239
941-749-1010

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99 JAN -6 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

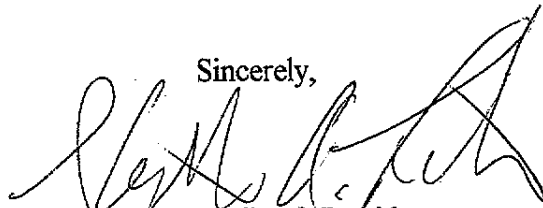
Mr. Charles Richard Hand Jr.
Mr. Grout of Sarasota County
c/o Robert A. Kimbrough, Attorney
1530 Cross Street
Sarasota, Fla. 34236

Dear Mr. Hand:

This is intended to constitute the consent of Mr. Grout, Inc., a Florida corporation, and of me, as its president and majority shareholder, that you may incorporate your business which you purchased from me in January, 1997, for the territory of Sarasota County, Florida, in the following corporate name:

MR. GROUT OF SARASOTA COUNTY, INC.

Sincerely,

A handwritten signature in black ink, appearing to read "Stephen A. Liberty", written over a horizontal line.

Stephen A. Liberty, President
Mr. Grout, Inc.

ARTICLES OF INCORPORATION

OF

MR. GROUT OF SARASOTA COUNTY, INC.

ARTICLE I. CORPORATION NAME

The name of the corporation is:

MR. GROUT OF SARASOTA COUNTY, INC.

The address of the corporation is:

**3605 BELMONT BLVD.
SARASOTA, FLORIDA 34232**

The date the corporation is to take effect is JANUARY 1, 1999

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of share of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1. (one dollar) per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

CHARLES RICHARD HAND, JR.
3605 BELMONT BLVD.
SARASOTA, FLORIDA 34232

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

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

ARTICLE VII. INITIAL DIRECTOR

The name of the initial director of this Corporation and the street address is:

CHARLES RICHARD HAND, JR
3605 BELMONT BLVD.
SARASOTA, FLORIDA 34232

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

ARTICLE VIII. INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the INCORPORATOR is:

CHARLES RICHARD HAND, JR.
3605 BELMONT BLVD.
SARASOTA, FLORIDA 34232

ARTICLE IX. AMENDMENT

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 stockholders and approved at a stockholders meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as INCORPORATOR, has executed the foregoing Articles of Incorporation on this 11th day of December, 1998

Charles Richard Hand, Jr.
CHARLES RICHARD HAND, JR.
INCORPORATOR

Evidence of Identity: Personal Knowledge
or type of I.D. FI. DLN#H530156550580
and did/did not take an oath.

BEFORE ME, a Notary Public, personally appeared CHARLES RICHARD HAND, JR., who known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 11th day of Dec., 1998

My commission expires: 9/26/2000

Elizabeth H. Kovac
NOTARY PUBLIC



I hereby am familiar with and accept the duties and responsibilities as Registered Agent for MR. GROUT OF SARASOTA COUNTY, INC.

Charles Richard Hand, Jr.
CHARLES RICHARD HAND, JR.
REGISTERED AGENT

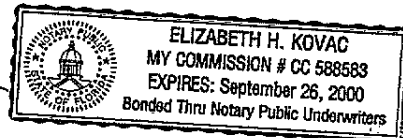
Evidence of Identity: Personal Knowledge
or type of I.D. FL DLN#H530156550580
and did/did not take an oath.

BEFORE ME, a Notary Public, personally appeared CHARLES RICHARD HAND, JR., to me known to be the person described as Registered Agent and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS, my hand and official seal this 11th day of Dec., 19 98

My Commission Expires: 9/26/2000

Elizabeth H. Kovac
NOTARY PUBLIC



MR. GROUT OF SARASOTA COUNTY, INC.
3605 BELMONT BLVD.
SARASOTA, FLORIDA 34232

FILED
69 JAN - 6 AM 9:25
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is
submitted:

First: That MR. GROUT OF SARASOTA COUNTY, INC., is desiring to
organize or qualify under the law of the State of Florida with its principal place of business
at 3605 Belmont Blvd., Sarasota, State of Florida, 34232, has named Charles Richard
Hand, Jr., located at 3605 Belmont Blvd., Sarasota, Florida 34232 as its agent to accept
service of process within Florida.

Charles Richard Hand, Jr.
CHARLES RICHARD HAND, JR
PRESIDENT

12/11/98
DATE

Having been named to accept service of process for the above state corporation, at the
place designated in this certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.

Evidence of Identity: Personal Knowledge
or type of I.D. F1. DLN#H530156550580
and did/did not take an oath.

Charles Richard Hand, Jr.
CHARLES RICHARD HAND, JR.
REGISTERED AGENT

12/11/98
DATE

State of Florida
County of Sarasota

Dated: Dec. 11, 1998.

Elizabeth H. Kovac
Elizabeth H. Kovac
Notary Public
Commission Expires: 9/26/2000

