



Charlie J. Gillette, Jr., P.A.

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February 1, 1999

Ms. Thelma Lewis
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 FEB -4 PM 5:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Lucious W. Alberty, Jr. & Son, Inc.

Dear Ms. Lewis:

Please find enclosed an original and one (1) copy of the articles of incorporation for the above referenced corporation. We have also enclosed a trust account check #786 in the amount of \$122.50 for the filing fee.

If there are any questions or concerns please contact our office at the letterhead address or telephone number.

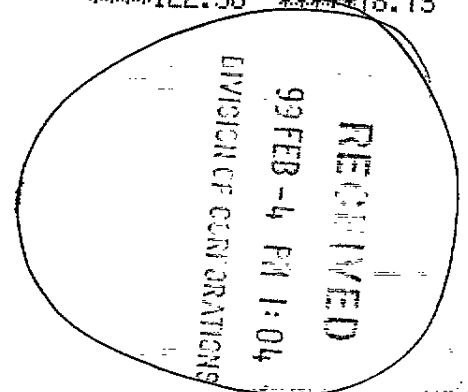
Sincerely,

Charlie J. Gillette, Jr.
CHARLIE J. GILLETTE, JR.

CJGJR/sj

Enclosures

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****122.50 ****78.75



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ARTICLES OF INCORPORATION

OF

LUCIOUS W. ALBERTIE, JR. & SON, INC.

The undersigned, desiring to form a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **LUCIOUS W. ALBERTIE, JR. & SON, INC.**

ARTICLE II: PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III: PRINCIPAL OFFICE

The street address of the principal office is 3534 Hickorynut Street, Jacksonville, Florida 32208.

The mailing address of **LUCIOUS W. ALBERTIE, JR. & SON, INC.**, is 3534 Hickorynut Street, Jacksonville, Florida 32208.

ARTICLE IV: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3534 Hickorynut Street, Jacksonville, Florida 32208, and the name of the initial registered agent of this corporation at the address is Lucious W. Albertie, Jr.

ARTICLE V: DURATION

This corporation shall exist perpetually.

ARTICLE VI: CAPITAL STOCK

(a) Authorized Shares. This corporation is authorized to issue one hundred shares of stock all of which will be of the same class. The par value shall be \$1.00 per share. Initially, the corporation shall issue 80 shares to Lucious W. Albertie, Jr. and 20 shares to Ramahn Ali Albertie. From time to time, the number of shares authorized to be issued may be increased by by-laws adopted by the shareholders.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Capital Stock. The capital of the corporation shall be at least equal to the sum of

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the aggregate par value of all issued shares having par value, plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(d) Voting. Each share of common stock shall have equal and full voting powers and rights, and the holders of record thereof shall be entitled to one vote for each share so held. At all meetings of shareholders a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

(e) Corporate Liquidation and Dissolution. In the event of voluntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive distribution, ratable, of the remaining assets of the corporation.

(f) Cumulative Voting. Cumulative voting shall not be permitted.

(g) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as allowed by law.

(i) Transferability. The transferability of all issued and outstanding stock shall be governed by a separate Shareholder Agreement.

ARTICLE VII: DIRECTORS

(a) Number. The corporation shall have one (1) director initially. The number of directors may be increased from time to time by bylaws adopted by the shareholders.

(b) Initial Board of Directors. The name and address of the director, until the first annual meeting of the shareholders, is as follows:

Lucious W. Alberty, Jr. 3534 Hickorynut Street
Jacksonville, Florida 32208

(c) Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent

permitted by law.

ARTICLE VIII: BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX: INCORPORATORS

The name and street address of the incorporators of this corporation are:

Lucious W. Albertie, Jr.	3534 Hickorynut Street Jacksonville, Florida 32208
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Ramahn Ali Albertie	3534 Hickorynut Street Jacksonville, Florida 32208
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IN WITNESS WHEREOF, I have made, signed and hereby acknowledge these
Articles of Incorporation as of this 22nd day of January, 1999.

Lucious W. Albertie, Jr.
LUCIOUS W. ALBERTIE, JR.

Ramahn Ali Albertie
RAMAHN ALI ALBERTIE

CERTIFICATE OF DESIGNATION

Registered Agent/Registered Office

Pursuant to the provisions of Section 607.0501 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 Lucious W. Albertie, Jr. & Son, Inc.
2. The name of the Registered Agent is Lucious W. Albertie, Jr. The street and mailing address of the Registered Office is 3534 Hickorynut Street, Jacksonville, Florida 32208.


LUCIOUS W. ALBERTIE, JR., Director

Prepared by:
Charlie J. Gillette, Jr., P.A.
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