

KEANE & MURPHY

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

GREGORY G. KEANE, P.A.
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PLEASE REPLY TO NAPLES OFFICE

P99000028302

March 15, 1999

Secretary of State
Corporation Division
Post Office Box 6237
Tallahassee, FL 32314

FILED
99 MAR 22 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: B & K Custom Installation, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation to be filed in connection with the above-named corporation together with the Designation of Registered Agent.

This firm's check in the amount of \$70.00 is enclosed representing:

Filing Fee	\$ 35.00
Designation Reg/Agent	35.00
Total	\$ 70.00

600002813706--S
-03/22/99-01113-008
*****70.00 *****70.00

Upon filing, kindly return same in the self-addressed, stamped envelope that has been provided.

Thank you for your cooperation in this matter.

Sincerely,

Frank P. Murphy

FPM/lat

Attach: 1. Articles & Designation
2. Check
3. SASE

cc: client

AUTHORIZATION BY PHONE TO

CURRENT DIRECTOR

DATE 3/24/99

DOS. EXAM. [Signature]

GAVE

SERVING:
NAPLES
FT. MYERS
LAKE LAND
STUART
PALM BEACH



BOARD CERTIFIED:

FRANK P. MURPHY IS BOARD CERTIFIED IN WILLS, TRUST AND ESTATES BY THE FLORIDA BAR.

ARTICLES OF INCORPORATION FOR B & K CUSTOM INSTALLATION, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation shall be B & K Custom Installation, Inc.

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

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

ARTICLE IV. STOCK

This corporation is authorized to issue one hundred (100) shares of common stock at One Dollar (\$1.00) par value.

ARTICLE V. REGISTERED AGENT

The name and address of the initial registered agent and office of this corporation are as follows: Frank P. Murphy, Esq., 800 Laurel Oak Dr., Ste. 301, Naples, Florida 34108.

ARTICLE VI. DIRECTORS

This corporation shall have 2 director initially. The number of directors may be either increased or decreased from time to time by amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors of this corporation are: Richard B. Lancaster, 2170 Washburn Avenue, Naples, Florida 34117; and James K. Pruitt, 2123 43rd Lane, S.W., Naples, Florida 34116.

ARTICLE VII. OFFICERS

The initial officers shall be President, Vice-president, Secretary and Treasurer.

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ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these Articles of Incorporation is: Richard B. Lancaster, 2170 Washburn Avenue, Naples, Florida 34117

ARTICLE IX. AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this revision.

ARTICLE X. RIGHT TO PURCHASE STOCK

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued, including shares from the treasury of this corporation, in the ratio that the number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the share preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices and terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of a notice from the corporation.

ARTICLE XI. VOTING

All shares of stock shall be entitled to cumulative voting in the election of the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of March, 1999.


Richard B. Lancaster

STATE OF FLORIDA

COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me, a Notary Public duly licensed to take acknowledgements in the State and County aforesaid, personally appeared Richard B. Lancaster who executed the foregoing articles of incorporation for, B & K Custom Installation, Inc. and who produced L522742 780900 as identification.

WITNESS my hand and official seal in the County and State aforesaid this 12th day of March, 1999.

Frank P. Murphy
Notary Public, State of Florida



DESIGNATION AND ACCEPTANCE OF REGISTERED OFFICE AND REGISTERED AGENT

The undersigned subscriber of B & K Custom Installation, Inc., hereby designates the following individual as registered agent for this corporation, and the following address as the registered office of the corporation: Frank P. Murphy, Esq., 800 Laurel Oak Dr., Ste. 301, Naples, Florida 34108.

Richard B. Lancaster (SEAL)
Richard B. Lancaster

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of B & K Custom Installation, Inc.

DATED this 24th day of March, 1999.

Frank P. Murphy (SEAL)
Frank P. Murphy