

P99000058556

TRANSMITTAL LETTER

March 16, 1999

Department of State

Division of Corporations

P. O. Box 6327

Tallahassee, FL 32314

200002869732--2  
-05/10/99-01124-004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT INDEPENDENT BUILDING INSPECTOR, INC.  
(Proposed Corporate Name)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$ 70.00.

FROM: James N. Tyler, M.B.A.  
504 SW 2nd Avenue  
Okeechobee, FL 34974

TELE. 941-467-4200  
FAX 941-357-6233

NOTE: Please provide the original and one copy of the articles.

FILED  
99 JUN 28 AM 10: 22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 12, 1999

JAMES N. TYLER, M.B.A.  
504 S.W. 2ND AVENUE  
OKEECHOBEE, FL 34974

SUBJECT: INDEPENDENT BUILDING INSPECTOR, INC.  
Ref. Number: W99000011125

We have received your document for INDEPENDENT BUILDING INSPECTOR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

The registered agent must have a Florida street address. A post office box is not acceptable.

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 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) 487-6933.

Teresa Brown  
Corporate Specialist

Letter Number: 699A00026037

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99 JUN 28 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

Smith Independent <sup>of</sup> Building Inspector, Inc.

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A  
CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DO  
HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

### ARTICLE I

THE NAME OF THE CORPORATION IS:

SMITH INDEPENDENT BUILDING INSPECTOR, INC.

### ARTICLE II

THE DURATION OF THE CORPORATON IS PERPETUAL.

### ARTICLE III

THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS  
ORGANIZED ARE:

1.) TO SUCH EXTENT AS A CORPORATION ORGANIZED UNDER THE  
BUSINESS CORPORATION LAW OF THIS STATE MAY NOW OR HEREAFTER  
LAWFULLY DO, TO DO, EITHER AS PRINCIPAL OR AGENT AND EITHER  
ALONE OR IN CONNECTION WITH OTHER CORPORATIONS, FIRMS, OR  
INDIVIDUALS ALL AND EVERYTHING NECESSARY, SUITABLE,  
CONVENIENT, OR PROPER FOR, OR IN CONNECTION WITH, OR INCIDENT  
TO, THE ACCOMPLISHMENT OF ANY OF THE ATTAINMENT OF ANY MORE  
OF THE OBJECTS HEREIN ENUMERATED, OR DESIGNED DIRECTLY OR  
INDIRECTLY TO PROMOTE THE INTERESTS OF THIS CORPORATION OR TO  
ENHANCE THE VALUE OF ITS PROPERTIES; AND IN GENERAL TO DO  
ANY AND ALL THINGS AND EXERCISE ANY AND ALL POWERS, RIGHTS,  
AND PRIVILIGES WHICH A CORPORATION MAY NOW OR HEREAFTER BE  
ORGANIZED TO DO OR TO EXERCISE UNDER THE BUSINESS CORPORATION  
LAW OF THIS STATE OR UNDER ANY ACT AMENDATORY THEREOF,  
SUPPLEMENTAL THERETO, OR SUBSTITUED THEREFORE.

2.) TO DO SUCH THINGS THAT ARE INCIDENTAL TO THE  
FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH  
THE FOREGOING.

#### ARTICLE IV

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS FIVE HUNDRED (500). SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE \$1.00 PAR VALUE.

EVERY SHAREHOLDER, UPON SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

THE CORPORATION IS AUTHORIZED TO ISSUE ONLY ONE CLASS OF STOCK, AND ALL ISSUED STOCK SHALL BE HELD OF RECORD BY NOT MORE THAN THIRTY-FIVE (35) PERSONS. STOCK SHALL BE ISSUED AND TRANSFERABLE ONLY TO NATURAL PERSONS WHO ARE NOT NONRESIDENT ALIENS.

#### ARTICLE V

THE ADDRESS OF THE INITIAL REGISTERED OFFICE IS:  
504 SW 2ND AVENUE - OKEECHOBEE, FL. 34974  
THE NAME OF ITS INITIAL RESIDENT AGENT IS: JAMES N. TYLER  
THE CORPORATION OPERATING ADDRESS IS:  
2440 JERNIGAN ROAD-FT. PIERCE, FL. 34945

#### ARTICLE VI

THE DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS: --  
JAMES N. TYLER, 504 SW 2ND AVENUE, OKEECHOBEE, FL. 34974

#### ARTICLE VII

DIRECTORS - REMOVAL BY STOCKHOLDERS. THE STOCKHOLDERS SHALL HAVE THE RIGHT AT ANY REGULAR MEETING, OR AT ANY SPECIAL MEETING CALLED FOR SUCH PURPOSE, TO REMOVE ANY DIRECTOR OF THE CORPORATION WITH OR WITHOUT CAUSE.

#### ARTICLE VIII

DIRECTORS - INDEMNIFICATION. THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR TO THE FULL EXTENT PERMITTED BY LAW.

#### ARTICLE IX

STOCKHOLDERS - MEETING. THE PRESENCE, AT ANY STOCKHOLDER'S MEETING, IN PERSON OR BY PROXY, OF PERSONS ENTITLED TO VOTE ALL OF THE SHARES OF THE CORPORATION THEN ISSUED AND OUTSTANDING SHALL CONSTITUTE A QUORUM FOR THE TRANSACTION OF BUSINESS.

THE AFFIRMATIVE VOTE OF THE OUTSTANDING SHARES OF THE CORPORATION SHALL BE CONSIDERED THE ACT OF THE STOCKHOLDERS.

ARTICLE X


DIRECTORS - MEETINGS. ALL OF THE AUTHORIZED NUMBER OF DIRECTORS SHALL CONSTITUTE A QUORUM OF THE BOARD OF DIRECTORS FOR THE TRANSACTION OF BUSINESS.

THE CONSENT OF ALL OF THE DIRECTORS SHALL BE REQUIRED TO CONSTITUTE ANY ACT OR DECISION OF THE BOARD OF DIRECTORS.

ARTICLE XI

THE NAME AND ADDRESS OF THE INCOPORATOR IS:  
JAMES N. TYLER, 504 S.W. 2ND AVENUE, OKEECHOBEE, FL. 34974

EXECUTED BY THE UNDERSIGNED AT OKEECHOBEE, FLORIDA  
ON THIS 4<sup>th</sup> OF May 1999

  
JAMES N. TYLER

STATE OF FLORIDA  
COUNTY OF OKEECHOBEE;

BEFORE ME THE UNDERSIGNED AUTHORITY AUTHORIZED TO  
ADMINISTER OATHS AND TAKE ACKNOWLEDGEMENTS PERSONALLY  
APPEARED James Tyler ON THE 4th DAY OF  
May 1999, AND WHO AFTER BEING DULY CAUTIONED  
AND SWORN DEPOSED AND STATED THAT THEY EXECUTED THE SAME  
FOR THE PURPOSE EXPRESSED THEREIN.

SWORN TO AND SUBSCRIBED BEFORE ME THIS 4th  
DAY OF May, 1999.

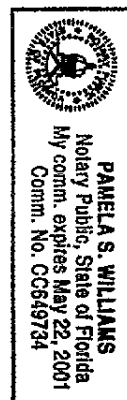


DAVID H. WILLIAMS  
Notary Public, State of Florida  
My Comm. Exp. April 26, 1999  
Comm. No. C 455790

DSW Pamela S. Williams  
NOTARY PUBLIC

CONSENT OF RESIDENT AGENT TO ACCEPT SERVICE

JAMES N. TYLER, HEREBY AGREES TO BE THE RESIDENT  
AGENT FOR:  
SMITH INDEPENDENT BUILDING INSPECTOR, INC.  
AND FURTHER HEREBY AGREES TO ACCEPT ANY AND ALL  
CORRESPONDENCE DIRECTED TO SAID CORPORATION ADDRESSED TO  
THE REGISTERED OFFICE AT:  
504 SW 2nd Avenue  
OKEECHOBEE, FL. 34973.



James N. Tyler  
JAMES N. TYLER

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99 JUN 28 AM 10:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA