

ADDISON E. WALKER

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August 9, 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(407) 892-5536

Department of State
Division of Corporations
The Capitol
Tallahassee, FL 32304

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-08/13/99-01078-007
****122.50 *****78.75

Re: R. E. WILSON BUILDING CONTRACTOR, INC.

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50, representing payment for the Charter Tax, Filing Fee, Certified Copy Fee, and Registered Agent's Fee. Please file the enclosed Articles of Incorporation, and return a certified copy to the undersigned.

Thank you for your help with this matter.

Very truly yours,

Addison E. Walker

ADDISON E. WALKER

AEW/mw
Encls.

F. CHESLER

AUG 19 1999

ARTICLES OF INCORPORATION
OF
R. E. WILSON BUILDING CONTRACTOR, INC.

The undersigned, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following ARTICLES OF INCORPORATION.

ARTICLE I

The name of the corporation is R. E. WILSON BUILDING CONTRACTORS, INC. The principal office and mailing address of the corporation is 5300 Lake Lizzie Dr., St. Cloud, FL 34771.

ARTICLE II

The duration of the corporation shall be perpetual. The date of the commencement of corporate existence shall be the date the ARTICLES OF INCORPORATION are filed with the Secretary of State.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To act as a general contractor for the construction, repairing, and remodeling of buildings and public works of all kinds, and for the improvement of real estate, and the doing of all other business and contracting incidental to general contracting, and the doing and performing of all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes of a general contractor.

2. To transact any other trade or business which can, in the opinion of the management of the corporation, be advantageously carried on in connection with or auxiliary to the general purposes of the corporation, and to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of ONE (\$1.00) DOLLAR per share. The stock shall be issued and redeemed as follows:

1. There shall be one class of common stock; there shall be no preferred stock, and the stock shall not be issued as a special class in series. The shareholders shall not have any pre-emptive rights.

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2. The consideration to be paid for each share shall be fixed by the Board of Directors and any and all shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and not liable to any further call or assessment thereon, and the holders of such shares shall not be liable for any further payments thereon.

3. The capital stock may be paid for in property, labor, or services at a just valuation to be fixed by the incorporator, or by the director or directors.

4. The stock shall be issued from time to time as may be determined by the Board of Directors.

5. Upon dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution as holdings may appear upon the stock record of the corporation.

ARTICLE V

The presence, at any stockholders meeting, in person or by proxy, of persons entitled to vote a simple majority of the shares of the corporation then issued and outstanding shall constitute a quorum for the transaction of business. The affirmative vote of a simple majority of the outstanding shares of the corporation shall be the act of the stockholders.

ARTICLE VI

These ARTICLES OF INCORPORATION may be amended in the manner provided by law. The amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a simple majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written document stating their intention that a certain amendment of these ARTICLES OF INCORPORATION be made.

ARTICLE VII

The initial street address of the registered office of the corporation in the State of Florida is 5300 Lake Lizzie Dr., St. Cloud, FL 34771. The name of the initial registered agent at that address is Robert E. Wilson.

ARTICLE VIII

The initial director of this corporation is Robert E. Wilson, whose address is 5300 Lake Lizzie Dr., St. Cloud, FL 34771. At the first annual meeting of the shareholders, and at each annual meeting thereafter, the shareholders shall elect a director or directors, to hold office until the next succeeding annual meeting of shareholders. There shall never be less than one director.

ARTICLE IX

The name and address of the person signing these ARTICLES OF INCORPORATION as the Incorporator is:

NAME	ADDRESS
Robert E. Wilson	5300 Lake Lizzie Dr. St. Cloud, FL 34771

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed and subscribed the foregoing ARTICLES OF INCORPORATION on this 6th day of August, 1999.

Robert E. Wilson

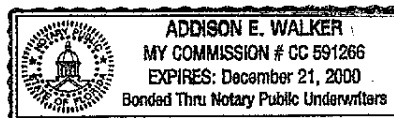
ROBERT E. WILSON

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public, personally appeared ROBERT E. WILSON, to me known to be the person described as Incorporator, and who executed the foregoing ARTICLES OF INCORPORATION, and who did duly swear before me that he subscribed to these ARTICLES OF INCORPORATION on the 6th day of August, 1999.

Addison E. Walker

NOTARY PUBLIC, State of FL
My Commission Expires:



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

In compliance with Section 48.091, Florida Statutes, and
Chapter 607 et seq., Florida Statutes, the following is submitted:

That R. E. WILSON BUILDING CONTRACTOR, INC., desiring to
organize under the laws of the State of Florida, with its principal
office, as indicated in the ARTICLES OF INCORPORATION, has named
ROBERT E. WILSON, located at 5300 Lake Lizzie Drive, St. Cloud, FL
34771, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
named Corporation, at the place designated in this certificate, the
undersigned agrees to act in this capacity, and agrees to comply
with the provision of Florida Law relative to keeping the
designated office open.

August 6, 1999
Date

Robert E. Wilson
ROBERT E. WILSON
Registered Agent

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TALLAHASSEE, FLORIDA

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