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August 18, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-08/20/99--01048--006
****122.50 ****78.75

Re: Wilfred B. Carpenter, Jr. Contractor, Inc.

Dear Gentlemen and Ladies:

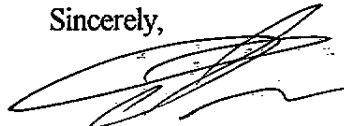
I am enclosing herewith an original and one copy of the Articles of Incorporation for Wilfred B. Carpenter, Jr. Contractor, Inc. In addition you will find enclosed my check in the sum of \$122.50, representing the following fees (Section 607.0122):

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>

Total \$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. Thank you in advance for your assistance in this matter.

Sincerely,



Tito S. Smith

TSS/lkb
Enclosures

FILED
99 AUG 20 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. Rolfe AUG 25 1999

ARTICLES OF INCORPORATION
OF
WILFRED B. CARPENTER JR. CONTRACTOR, INC.

FILED
99 AUG 20 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I: NAME

The name of this corporation is WILFRED B. CARPENTER JR. CONTRACTOR, INC..

ARTICLE II: DURATION

The period of its duration is perpetual.

ARTICLE III: NATURE OF BUSINESS

The purpose of this corporation is to engage in any activities or businesses permitted under the laws of the United States and State of Florida, except that this corporation shall not conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building or loan association, mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.

ARTICLE IV: CAPITAL STOCK

The corporation is allowed to have outstanding at any one time 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE V: INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation are as follows:

AGENT: WILFRED B. CARPENTER, JR.
 128 Boll Green Drive
 Interlachen, FL 32148

ARTICLE VI: PRINCIPAL OFFICE

The principal office or mailing address of the
corporation is:

OFFICE: 128 Boll Green Drive
 Interlachen, FL 32148

ARTICLE VII: DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial directors of this corporation is:

WILFRED B. CARPENTER, JR.
128 Boll Green Drive
Interlachen, FL 32148

BARBARA G. CARPENTER
128 Boll Green Drive
Interlachen, FL 32148

ARTICLE VIII: INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation are:

WILFRED B. CARPENTER, JR.

128 Boll Green Drive
Interlachen, FL 32148

ARTICLE IX: AMENDMENT OF ARTICLES

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

ARTICLE X: BY-LAW AMENDMENTS

The power to adopt, alter, amend, or appeal the By-Laws of this corporation shall be vested in the shareholders.

ARTICLE XI: NON-RESIDENT DIRECTORS

Directors need not be residents of this state or shareholders unless Articles of Incorporation or By-Laws so require.

**ARTICLE XII: RESTRICTION ON AUTHORITY
TO MORTGAGE OR PLEDGE ASSETS**

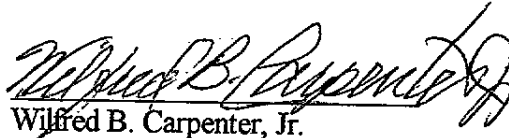
The Board of Directors of the corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of the corporation for the purpose of securing the payment or performance of any obligation of the corporation, without

obtaining prior shareholder approval of any and each such transaction by the vote or written consent of the holders of 51% of the shares of the corporation entitled to vote thereon and not otherwise.

ARTICLE XIII: INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation this 18th day of August, 1999.

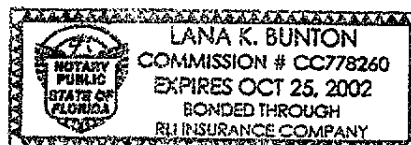

Wilfred B. Carpenter, Jr.

STATE OF FLORIDA
COUNTY OF PUTNAM

BEFORE ME, the undersigned authority this day personally appeared WILFRED B. CARPENTER, JR., to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he execute such instrument.

DATED this 18th day of August, 1999.


Notary Public
My Commission expires:



STATE OF FLORIDA
COUNTY OF PUTNAM

BEFORE ME, the undersigned authority this day personally appeared WILFRED B. CARPENTER, JR., to me known to be the person who executed the foregoing Certificate of Designation, and he acknowledged before me that he execute such instrument.

DATED this 18th day of August, 1999.


Notary Public
My Commission expires:



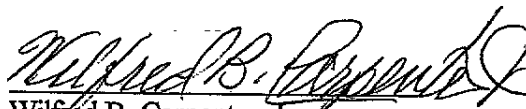
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESSES MAY BE SERVED.

In pursuance of Section 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That WILFRED B. CARPENTER JR. CONTRACTOR, INC., a corporation organized under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 128 Boll Green Drive, Interlachen, Florida, 32148, has named WILFRED B. CARPENTER, JR., 128 Boll Green Drive, Interlachen, Florida, 32148, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

HAVING BEEN named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Wilfred B. Carpenter, Jr.

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99 AUG 20 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA