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ACCOUNT NO. : 072100000032

REFERENCE : 501436 9585A

AUTHORIZATION :

*Patricia Pizote*

COST LIMIT : \$ 78.75

ORDER DATE : December 2, 1999

ORDER TIME : 3:03 PM

ORDER NO. : 501436-005

CUSTOMER NO: 9585A

CUSTOMER: Archie O. Lowry, Esq  
POTTER CLEMENT AND LOWRY  
POTTER CLEMENT AND LOWRY  
308 East Fifth Avenue

Mount Dora, FL 32757

DOMESTIC FILING

NAME: BAY TO BAY CONSTRUCTION  
COMPANY OF LAKE COUNTY

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

*JL 12/3/99*

7000030594

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC -2 AM 10:11

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 DEC -2 PM 3:59

RECEIVED

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SECRETARY OF STATE  
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## ARTICLES OF INCORPORATION

OF

### BAY TO BAY CONSTRUCTION COMPANY OF LAKE COUNTY

#### ARTICLE I. NAME

The name of this corporation is BAY TO BAY CONSTRUCTION COMPANY OF LAKE COUNTY, whose address is 202 N. Dixie Avenue, Fruitland Park, Florida 34731.

#### ARTICLE II. COMMENCEMENT OF EXISTENCE

This corporation shall begin its existence on the date of filing of these Articles of Incorporation.

#### ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

#### ARTICLE IV. PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten Thousand Shares (10,000) shares of Common Stock having a Nominal or Par Value of One and No/100 Dollars (\$1.00) per share.

The consideration to be paid for each share shall be payable in lawful money of the United States of America, or in property, labor or services, which, in the judgment of the Board of Directors of the Corporation shall be of a valuation equivalent to the value of stock to be issued.

ARTICLE VI. PREEMPTIVE RIGHTS

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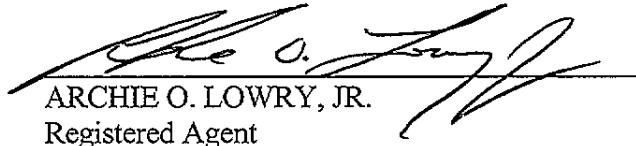
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 308 E. Fifth Avenue, Mt. Dora, FL 32757, and the name of the initial registered agent of this corporation at that address is ARCHIE O. LOWRY, JR.

**ACKNOWLEDGEMENT:**

Having been made to accept service of process for the above state corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties. I hereby am familiar with and accept the obligations as registered agent for said corporation.

  
ARCHIE O. LOWRY, JR.  
Registered Agent

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of two (2) directors at all times. The number of directors may be increased from time to time by the By-laws, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
MICHAEL S. BAILEY	526 W. Mirror Lake Dr. Fruitland Park, FL 34731
CINDY L. BAILEY	526 W. Mirror Lake Dr. Fruitland Park, FL 34731

Members of the Board of Directors shall be deemed present at a meeting if a conference telephone or similar communications equipment and by means of which all persons participating in the meeting can hear each others views.

#### ARTICLE IX. INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of voting stock of the corporation may act without a meeting, as provided in Florida Statutes 607 or in the By-laws.

#### ARTICLE X. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
ARCHIE O. LOWRY, JR.	308 E. Fifth Ave. Mt. Dora, FL 32757

#### ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer, director, agent or employee or any former officer, director, agent or employee to the full extent permitted by law.

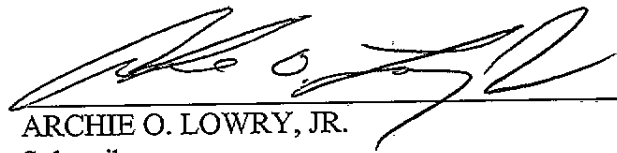
ARTICLE XII. AMENDMENT

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 restriction.

ARTICLE XIII. BYLAWS

The power to adopt, amend or repeal the Bylaws shall be reserved in the Shareholders or Board of Directors of this corporation.

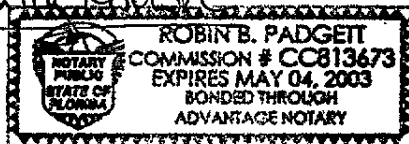
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29<sup>th</sup> day of November, 1999.

  
ARCHIE O. LOWRY, JR.  
Subscriber

STATE OF FLORIDA  
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of November, 1999, by ARCHIE O. LOWRY, JR., Subscriber to these Articles of Incorporation, and who provided \_\_\_\_\_ as identification.

*Personally Known*



  
NOTARY PUBLIC  
Commission Expires:

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