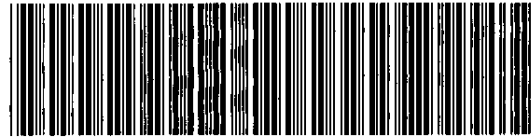


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Avera & Smith LLP

PERSONAL INJURY
WRONGFUL DEATH
MEDICAL MALPRACTICE
WORKERS COMPENSATION
EMPLOYMENT LAW
CRIMINAL DEFENSE
COMMERCIAL LITIGATION
FAMILY LAW

REPLY TO

Main Office:

Lance E. Avera
*Board Certified in Workers
Compensation Law*
*Also admitted in Georgia and
the District of Columbia*
Mark A. Avera
Board Certified in Civil Trial Law
William N. Avera (1927-2009)
Jennifer C. Biewend
Marian S. Lee
Jesse W. Smith
Rod Smith
Former State Attorney Eighth Judicial Circuit
Dawn M. Vallejos-Nichols

October 12, 2010

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: Local Union #222, Building Corporation

Enclosed herewith are the following with regards to incorporating the above:

- 1 Original Articles of Incorporation together with a copy to be certified and returned to our office
2. Designation of Resident Agent
3. Our check in the amount of \$78.75 for the filing fees and a certified copy.

Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in black ink that reads 'Joyce Parish'.

Joyce Parish
Assistant to Rod Smith

/jp
Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LOCAL UNION #222, BUILDING CORPORATION
A Not-for-Profit Corporation

THE UNDERSIGNED, subscriber to these Articles of Incorporation, being a natural person of lawful age, acting as incorporator of a Corporation Not-for-Profit under the Florida Not-for-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
Name

The name of the corporation shall be I.B.E.W Local Union #222, Building Corporation.

ARTICLE II
Duration

The corporation shall have perpetual duration.

ARTICLE III
Purpose

The specific and primary purpose for which this corporation is founded is to be the holding company for the real property upon which the Union's office facilities are constructed and for any other purpose as defined under Section 501(c) 3 of the Internal Revenue Code of 1986 as amended (hereafter "the Code").

The general purpose for which this corporation is formed is to operate exclusively as the title holder for real property owned or to be owned by the Union, as will qualify this corporation as an exempt organization under 501 (c) 3 by distribution of its funds to organizations that are qualified as tax exempt under the Code.

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ARTICLE IV
Organization

The Corporation is organized upon a non-stock basis. The authorized number and qualifications of the members of the Corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights, privileges and obligations of members, if any, shall be as regulated in the By-laws.

ARTICLE V
Principal and Registered Office

The principal office and initial registered office of the Corporation is: 17846 North US Highway 441, Reddick, FL 32686.

The name of the Corporation's initial registered agent at such street address is: James M. Bell

ARTICLE VI
Board of Directors

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of directors of the Corporation initially shall be eleven. In no event shall the Board have less than eight (8) Directors. The number of Directors may be changed by a By-Law duly adopted pursuant to the By-Laws of this Corporation. The initial Directors for the first year of corporate existence, and their residential addresses are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Dale E. Smithmier	President	1525 N. Lake Howard Dr. Winter Haven, FL 33881
William F. Hitt	Vice President	P. O. Box 631 Astor, FL 32102,
Fredrick F. Morgan	Recording Secretary	13012 SE 35 th Court Belleview, FL 34420
James T. Westbrook	Treasurer	7265 S. Sonata Avenue Homosassa, FL 34446
James M. Bell	Bus. Mgr/Financial Sec	2541 NW 59 th Avenue Ocala, FL 34482

Roger E. Courtemanche	Executive Board	2802 India Palm Drive Edgewater, FL 32141,
James P. Puzon	Executive Board	4520 Meadowview Drive Lakeland, FL 33809
Gary M. Robbins	Executive Board	191 NE 110 th Street Okeechobee, FL 34972
Jerome J. Zlotowski	Executive Board	1006 Woodlawn Starke, FL 32091
Stephanie D. Allison	Examining Board	1855 Mariposa Way Clermont, FL 34711
William Dezayas	Examining Board	3722 SW 154 th Court Miami, FL 33185

ARTICLE VII
Incorporators

The name and address of the incorporator is: James M. Bell, 17846 N US Hwy 441, Reddick, FL 32686

ARTICLE VIII
Officers

The Board of Directors shall elect the following officers, to wit: President, Vice President, Secretary and Treasurer, although one individual may hold the position as Secretary and Treasurer. The Board of Directors may elect such other officers as authorized by the Board of Directors from time to time.

ARTICLE IX
Corporate Action

Subject to the limitations contained in By-Laws and any limitations set forth in the Not-for-Profit Corporation Act of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, the By-Laws of the Corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a Resolution of the Board of Directors or by following the procedure set forth therefore in the By-Laws.

ARTICLE X
Prohibitions

The property of this Corporation is dedicated to union purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual. The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered so long as said Corporation does not violate Section 4941 of the Code relating to "self dealing," or any other applicable provision of the Code which would disqualify said Corporation as a tax exempt entity.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not engage in any act or self dealing as defined in Section 4941(d) of the Code or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent Federal Tax laws, rulings or regulations.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activity not permitted to be carried on (a) by a Corporation exempt from Federal Income Tax under Section 501(c)3 of the Code, or corresponding provisions of any subsequent Federal Tax

Laws, rulings or regulations, or (b) by a Corporation, contributions to which are deductible under Section 170(c)2 of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

ARTICLE XI
No Influence of Elections or Legislation

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

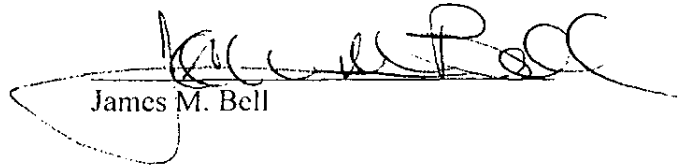
ARTICLE XII
Dissolution

Upon dissolution of the Corporation, the assets shall be distributed for one or more exempt purposes within the meaning of 501(c)3 of the Code, or corresponding Section of any future Federal Tax Code, or shall be distributed to the federal state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes.

ARTICLE XIII
Amendment

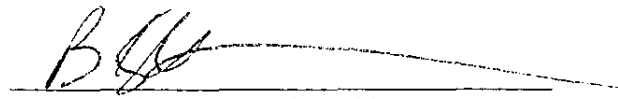
Amendments to these Articles of Incorporation may be proposed by a Resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3rds) of a quorum of members of the Corporation.


I, the undersigned, being the Incorporator of this Corporation, for the purpose of forming this Not-for-Profit Charitable Corporation under the laws of Florida, have executed these Articles as of this 25th day of October, 2010.


James M. Bell

STATE OF FLORIDA
COUNTY OF MARION


Execution of the foregoing instrument was acknowledged before me this 8th day of October, 2010, by James M. Bell, who is () personally known to me or who () produced _____ as identification.


Notary Public, State of Florida
My Commission expires:

 B. KAYE HENDERSON
NOTARY PUBLIC
STATE OF FLORIDA
Comm# DD0942194
Expires 2/17/2014

RESIDENT AGENT ACCEPTANCE

I, James M. Bell, located at 17846 North US Highway 441, Reddick, FL 32686, having been named to accept service of process for **I.B.E.W. LOCAL UNION #222, BUILDING CORPORATION** , hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.


James M. Bell

Dated: October 8th 2010

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA