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ACCOUNT NO. : 072100000032

REFERENCE : 845051 10250A

AUTHORIZATION : *Patricia Piguts*

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 27 PM 3:52

ORDER DATE : September 27, 2000

ORDER TIME : 2:24 PM

ORDER NO. : 845051-005

CUSTOMER NO: 10250A

100003407131--5

CUSTOMER: Ms. Chris L. Wohlbrandt
Vogel Law Office

Suite B, midwest Title Building
3936 Tamiami Trail North
Naples, FL 34103-3592

DOMESTIC FILING

NAME: TRACY HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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9/28/00

ARTICLES OF INCORPORATION

OF

TRACY HOLDINGS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation (the "Corporation") is **Tracy Holdings, Inc.**, whose principal office and mailing address is 5405 Taylor Road, Unit 15, Naples, Florida 34109.

ARTICLE II

The purpose or purposes for which the Corporation is organized are to conduct a construction business and to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

ARTICLE III

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, and the par value of each such share is One Dollar \$(1.00), amounting to the aggregate of One Thousand and No/100 Dollars (\$1,000.00).

ARTICLE IV

The street address of the initial registered office of the Corporation is 3936 Tamiami Trail North, Suite B, Naples, Florida 34103, and the name of its initial registered agent at such address is James D. Vogel, Esq.

ARTICLE V

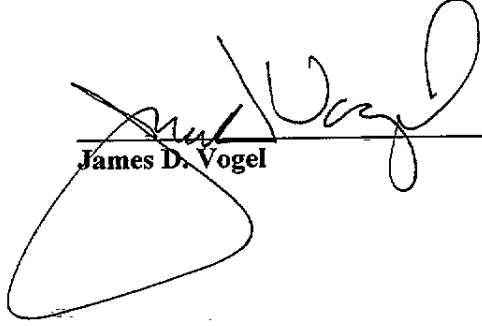
The number of directors constituting the initial Board of Directors of the Corporation is two (2) and the name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors shall have been elected and qualified are as follows:

Name	Name
William B. Tracy	Susan H. Tracy
5405 Taylor Road, Unit 15	5405 Taylor Road, Unit 15
Naples, FL 34109	Naples, FL 34109

ARTICLE VI

The name and address of the sole incorporator is James D. Vogel, 3936 Tamiami Trail North, Suite B, Naples, Florida 34103.

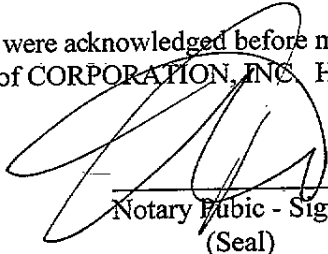
IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida General Corporation Act has executed these Articles of Incorporation this 25th day of September, 2000.

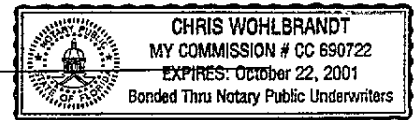

James D. Vogel

STATE OF FLORIDA

COUNTY OF COLLIER

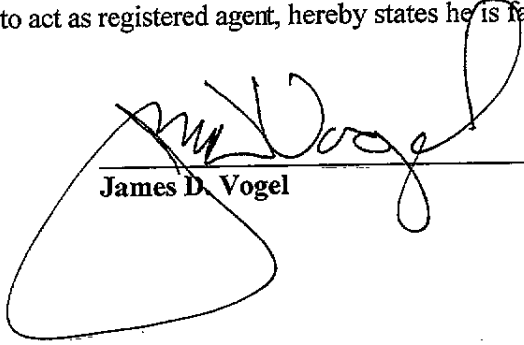
The foregoing Articles of Incorporation were acknowledged before me this 25th day of September, 2000, by James D. Vogel, as sole incorporator of CORPORATION, INC. He is personally known to me.


Notary Public - Signature
(Seal)



ACCEPTANCE BY REGISTERED AGENT

James D. Vogel, having been designated to act as registered agent, hereby states he is familiar with, and accepts, the obligations of that position.


James D. Vogel

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