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ALLEN & BILLINGTON, P.A.

Attorneys and Counselors at Law

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October 17, 2000

Secretary of State
Division of Corporation
409 Gains Street
Tallahassee, FL 32399

RE: Douglas Scott Construction, Inc.

000003428990--0
-10/18/00--01078--006
****122.50 *****78.75

Dear Division of Corporations,

Please find enclosed an original plus one copy of Articles of Incorporation for the above-named corporation. Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. A check in the amount of \$122.50 is enclosed to cover the filing fee, and certified copy. **Time is of the essence.**

Thank you for your assistance.

FILED
00 OCT 18 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Sincerely,

Allen & Billington, P.A.

By: *Herbert Allen*
Herbert L. Allen, Jr.
Attorney at Law

HLA:sdf

Enclosures

T BROWN OCT 18 2000

**ARTICLES OF INCORPORATION
OF
DOUGLAS SCOTT CONSTRUCTION, INC.**

FILED
00 OCT 18 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

**Article I
Name of Corporation**

The name of this corporation is:

Douglas Scott Construction, Inc.

**Article II
General Purpose**

This corporation is organized for the purpose of transacting any and all lawful business.

**Article III
Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50,000 shares of common stock having a par value of \$1.00 per share.

**Article IV
Address**

The initial street address of the principal office of this corporation in the State of Florida is:

1316 BERRI PATCH PLACE, #3
MELBOURNE, FL 32935

**Article V
Directors**

The business of this corporation shall be managed by the Board of Directors. There shall be one (1) director initially. The number of Directors may be increased, and after such increase, decreased from time to time by by-laws adopted by the shareholders. In no event shall the number of Directors be less than one (1).

The name and street address of each member of the first Board of Directors is:

MARY C. PEARCE
6448 DANE AVENUE
COCOA, FLORIDA 32927

**Article VI
Subscribers**

The name and street address of each person signing the Articles of Incorporation as a subscriber is:

MARY C. PEARCE
6448 DANE AVENUE
COCOA, FLORIDA 32927

**Article VII
Corporate Existence**

The date when corporate existence for this corporation shall begin shall be upon the date of filing of these Articles of Incorporation, and the corporation shall have perpetual existence.

**Article VIII
Registered Agent**

The name and address of the initial registered agent is:

MARY C. PEARCE
1316 BERRI PATCH PLACE, #3
MELBOURNE, FL 32935

Article IX
Bylaws

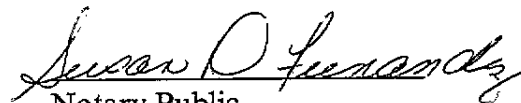
The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

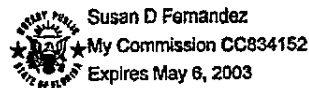
In witness whereof, the undersigned executed these Articles of Incorporation this 16th day of October, 2000.


MARY C PEARCE

State of Florida
County of Brevard

The foregoing instrument was acknowledged before me this 16th day of October, 2000, by Mary C. Pearce, who produced the following identification: FL DL P 1620583427130


Notary Public
My Commission Expires:



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

FILED
00 OCT 18 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating its registered agent and registered office, in the state of Florida.

1. The name of the corporation is Douglas Scott Construction, Inc.
2. The name and address of the registered agent and office is:

MARY C. PEARCE
1316 BERRI PATCH PLACE, #3
MELBOURNE, FL 32935

Mary C Pearce
Signature

President
Title

10-16-00
Date

Having been named as registered agent to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Mary C Pearce
Signature

10-16-00
Date