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SANDRA W. JOHNSON, P.A.

2263 St. Johns Avenue, Suite One

Jacksonville, Florida 32204

(904) 381-9300

(904) 381-9400/Fax

March 21, 2001

FILED
01 MAR 23 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Hughes Homes, Inc.

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-03/23/01--01061--010
*****78.75 *****78.75

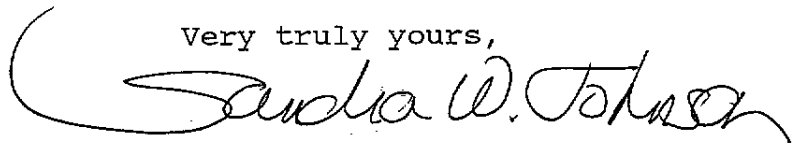
Dear Sir or Madam:

Enclosed for filing please find Articles of Incorporation along with my firm's check in the amount of \$78.75 for your filing fee.

Please return a copy of the filed document to my attention as soon as possible. I have enclosed a return envelope for your convenience.

Thank you for your assistance.

Very truly yours,



Sandra W. Johnson

SWJ: mw
Enclosures

F. CHESLER

MAR 28 2001

ARTICLES OF INCORPORATION
OF
HUGHES HOMES, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I
Name

The name of this corporation shall be HUGHES HOMES, INC.

Article II
Principal Office and Mailing Address

The principal place of business and mailing address of this corporation shall be 11108 Fairbanks Grant Road W., Jacksonville, Florida 32223.

Article III
Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having a par value of \$1.00 per share.

Article IV
Initial Registered Agent and Address

The street address of the initial registered office of this corporation is 11108 Fairbanks Grant Road W., Jacksonville, Florida 32223 and the initial registered agent at that office is Scott Hughes.

Article V
Incorporator

The name and street address of the incorporator of this corporation are:

Sandra W. Johnson
219 Newnan Street, 4th Floor
Jacksonville, Florida 32202

Article VI
Duration

This corporation shall exist perpetually.

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Article VII
Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VIII
Directors

(a) This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

(b) The name and street address of the initial director of the corporation are:

Scott Hughes
11108 Fairbanks Grant Road W.
Jacksonville, Florida 32223

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 20th day of March, 2001.


Sandra W. Johnson

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:


HUGHES HOMES, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates SCOTT HUGHES as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 11108 Fairbanks Grant Road W., Jacksonville, Florida 32223.

DATED this 20th day of March, 2001.


Sandra W. Johnson

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this 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.

DATED this 20 day of March, 2001.


Scott Hughes

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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