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July 12, 2001

Secretary of State
Katherine Harris
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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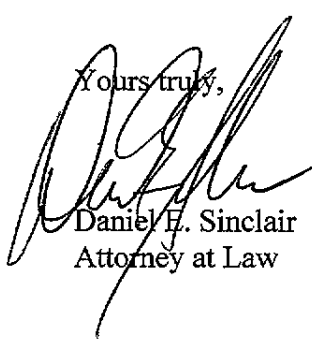
RE: Articles of Incorporation for Design Homes, Inc.

Dear Sir or Madam:

Please find enclosed the above referenced articles of incorporation and a check in the amount of \$70.00. Please file the articles of incorporation at your convenience and return to us a letter of designation for the name of the incorporation and document number.

Thank you for your consideration in this matter.

Yours truly,


Daniel E. Sinclair
Attorney at Law

DES:ls

cc: file

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Burch

JUL 18 2001

**ARTICLES OF INCORPORATION
OF
DEZIGN HOMES, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby associate themselves to form a corporation for profit under the laws of the State of Florida.

ARTICLE I – NAME

The name of the corporation is DEZIGN HOMES, INC.

ARTICLE II-DURATION

This Corporation shall have perpetual existence.

ARTICLE III – PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

ARTICLE IV – CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock, each share having the par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services, or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE V – DIRECTOR

The corporation shall have two directors initially, whose names and street addresses are as follows:

Francis G. Wells, Jr.
7281 Hendry Creek Drive
Fort Myers, FL 33908

Kathleen A. Wells
7281 Hendry Creek Drive
Fort Myers, FL 33908

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TALLAHASSEE FLORIDA

ARTICLE VI SUBSCRIBER

The names and street addresses of the incorporators and the President, Secretary-Treasurer, who subject to the By-Laws of the Corporation shall hold office for the first year of existence of this corporation or until their successors are elected or are appointed and have qualified, are:

Francis G. Wells, Jr., President
7281 Hendry Creek Drive
Fort Myers, FL 33908

Kathleen A. Wells, Secretary-Treasurer
7281 Hendry Creek Drive
Fort Myers, FL 33908

ARTICLE VII – REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:
7281 Hendry Creek Drive
Fort Myers, FL 33908

and the name of its official registered agent at such address is:
Francis G. Wells, Jr.

ARTICLE VIII – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's Meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation is made.

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 12th day of July, 2001, under the laws of the State of Florida.


FRANCIS G. WELLS, JR., President


KATHLEEN A. WELLS, Secretary-Treasurer

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME personally appeared FRANCIS G. WELLS, JR., to me and produced a Florida Drivers License # W-420-247-49-349-0, expiring 9-29-04 as identification to me to prove he is the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

12th Witness my hand and official seal in the County and State named above this day of July, 2001.

Donna Lynn Shields

Notary Public
State of Florida at Large

My Commission expires:



Donna Lynn Shields
Commission # CG 857913
Expires Sep. 18, 2002
Bonded Thru
Atlantic Bonding Co., Inc.

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME personally appeared KATHLEEN A. WELLS, to me and produced a Florida Drivers License W-420-501-48-849-0, expiring 9-29-04 as identification to me to prove he is the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named above this 12th day of July, 2001.

Donna Lynn Shields

Notary Public
State of Florida at Large


My Commission expires:



Donna Lynn Shields
Commission # CG 857913
Expires Sep. 18, 2002
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN
COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

First, that DEZIGN HOMES, INC. desiring to organize or qualify under the laws
of the State of Florida, has named FRANCIS G. WELLS, JR., located at 7281 Hendry
Creek Drive, Fort Myers, FL 33908 as its agent to accept service of process within
Florida.

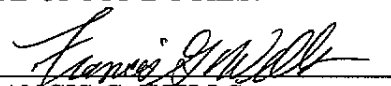

FRANCIS G. WELLS, JR.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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DATED this 12th day of July _____, 2001.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I 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.


FRANCIS G. WELLS
Registered Agent

DATED this 12th day of July, 2001.