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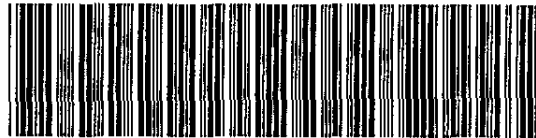
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BRANDON J. RAFOOL, L.L.C.  
ATTORNEY AT LAW

Brandon J. Rafool



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October 25, 2004

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

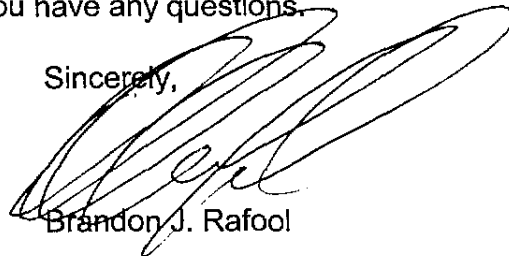
RE: Value Management Builders, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of Value Management Builders, Inc., Registered Agent form for said corporation, and my firm's check number in the amount of \$122.50 to cover your fee for filing. Please forward a certified copy to this office.

Please call me should you have any questions.

Sincerely,



Brandon J. Rafool

BJR:uic  
Enclosures

**ARTICLES OF INCORPORATION  
OF**

**VALUE MANAGEMENT BUILDERS, INC.**

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is VALUE MANAGEMENT BUILDERS, INC., whose address is: 23290 Creek Hollow Drive, Brooksville, Florida 34601.

**ARTICLE II - PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The total authorized capital stock of this Corporation shall be 1,000 shares of common stock at \$1.00 par value, all of said common stock fully paid and non-assessable.

**ARTICLE IV - PREEMPTIVE RIGHTS**

The shareholders of this Corporation shall have preemptive rights to the Corporation's common stock.

**ARTICLE V - TERM OF EXISTENCE**

The Corporation shall have perpetual existence, unless sooner dissolved according to law.

**ARTICLE VI - ADDRESS**

The principal office of this Corporation shall be 23290 Creek Hollow Drive,

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Brooksville, Florida 34601, but the Corporation shall have the power to establish branch offices and other places of business at such other place within or without the State of Florida, as may be determined and deemed expedient by the Board of Directors.

#### ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time according to By-Laws adopted by the Stockholders, but shall never be less than one.

#### ARTICLE VIII - ORIGINAL DIRECTORS

The name and address of the members of the first Board of Directors, is:

~~Dennis J. McGlothern~~

Denis

23290 Creek Hollow Drive  
Brooksville, Florida 34601

#### ARTICLE IX - SUBSCRIBER

The name and address of the Subscriber to the Certificate of Incorporation of this

Corporation, is:

~~Dennis J. McGlothern~~

Denis

23290 Creek Hollow Drive  
Brooksville, Florida 34601

IN WITNESS WHEREOF, the Subscriber has hereunto set his hand and seal and acknowledged and filed the foregoing Articles of Incorporation in the office of the Secretary of State, this 25 day of October, 2004.

  
DENNIS J. MCGLOTHERN

Denis

STATE OF FLORIDA  
COUNTY OF POLK

BEFORE ME personally appeared <sup>Denis</sup> DENNIS J. McGLOTHERN, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, who is personally known to me or who has produced \_\_\_\_\_, as identification and who did (did not) take an oath, and acknowledged before me that he executed the same for the purposes therein expressed.

<sup>Orange</sup>  
21<sup>st</sup> WITNESS my hand and official seal in the County of Polk and State of Florida, this  
day of October, 2004.

*Barbara Smaling*  
\_\_\_\_\_  
Notary Public  
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In Pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST--- **VALUE MANAGEMENT BUILDERS, INC.**, desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of **BROOKSVILLE**, State of **FLORIDA**, has named, <sup>Dennis</sup> **DENNIS J. McGLOTHERN**, located 23290 Creek Hollow Drive, Brooksville, Florida 34601, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

Having been named to accept service of process for the above state Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

*Dennis*

*Dennis J. McGlothern*  
\_\_\_\_\_  
DENNIS J. McGLOTHERN  
REGISTERED AGENT

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