THE UNITED STATES CORPORATION

ACCOUNT NO. : 07210000032

REFERENCE: 673151 164490A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : January 19, 1998

ORDER TIME : 10:26 AM

ORDER NO. : 673151-005

CUSTOMER NO: 164490A

CUSTOMER:

Jerald R. Pitkin, Esq JERALD R. PITKIN, P.A.

215 Airport Road, South

Naples, FL 34104

DOMESTIC FILING

NAME:

AMERICAN CONSTRUCTION &

DEVELOPMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY

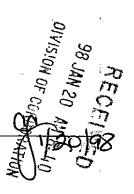
PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

600002404146--3



ARTICLES OF INCORPORATION

OF



AMERICAN CONSTRUCTION & DEVELOPMENT, INC.

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

ARTICLE I

The name of the corporation shall be:

AMERICAN CONSTRUCTION & DEVELOPMENT, INC.

The principal place of business and mailing address of this corporation shall be:

2176 J & C Blvd. Naples, Florida 34109

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$1.00 par value.

ARTICLE IV REGISTERED AGENT

Initial registered office of the corporation shall be:

215 Airport Road South Naples, Florida 34104

and the name of the initial registered agent shall be:

Jerald R. Pitkin, Esq.

ARTICLE V EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE IX OFFICERS AND DIRECTORS

This corporation shall have one (1) officer and one (1) director initially. The names and street addresses of the initial director(s) and officer(s), who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

Gene Gore

2176 J & C Blvd.
Naples, Florida 34109

Director/
President/
Secretary/
Treasurer:

ARTICLE X INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Jerald R. Pitkin, Esq. Law Office of Jerald R. Pitkin, P.A. 215 Airport Road South Naples, Florida 34104

IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal on this 15 day of Jaquary, 1948

Jerald R. Pitkin, Esq.

Incorporator

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument_was acknowledged before me this 15 day of January, 1998 by Jerald R. Pitkin, who is () personally known to me or who () produced as identification.

AUNDREA JENKINS
Notary Public - State of Florida
My Commission Expires May 18, 2001
Commission # CC648139

Signature, Notary Public

My Commission Expires: My 18,2001



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AMERICAN CONSTRUCTION & DEVELOPMENT, INC.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

Jerald R. Pitkin, Esq.