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PLEAT & ASSOCIATES, P.A.
ATTORNEYS AT LAW

DAVID BRAND PLEAT*
R. LANE LYNCHARD, LL.M.
SABRINA A. BROWN†

*ALSO ADMITTED IN D.C. & MD.
†ALSO ADMITTED IN CT.

December 4, 1998

4477 LEGENDARY DRIVE
SUITE 202
DESTIN, FLORIDA 32541
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FAX (850) 650-4402
E-MAIL: pleat@nuc.net

Florida Department of State
Division of Corporations
New Filing Section
409 E. Gaines Street
Tallahassee, FL 32399

RE: Articles of Incorporation - Thad Brown Builders, Inc.

Dear Sir or Madam:

Enclosed are the original Articles of Incorporation for Thad Brown Builders, Inc., together with the acceptance of David B. Pleat as Registered Agent. Also enclosed is a check in the amount of \$122.50 to cover the costs of incorporation. Please feel free to call me if you have any questions.

Sincerely,


David B. Pleat

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-12/07/98--01115--001
****122.50 *****78.75

DBP/tdt
Enclosures

FILED
98 DEC -7 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-12/9/98

ARTICLES OF INCORPORATION

OF

THAD BROWN BUILDERS, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Not for Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Thad Brown Builders, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in the business of improvement of real property and/or any business as permitted under the laws of the United States and the State of Florida.

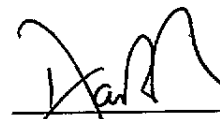
ARTICLE IV

The address of its principal office is 103 Bonaire Drive, Panama City Beach, Florida 32413.

ARTICLE V

The address of its initial Registered Office is 4477 Legendary Drive, Suite 202, Destin, Florida 32541, and the name of its initial Registered Agent at said address is David B. Pleat.

I hereby accept the appointment as Registered Agent and am familiar with the duties and responsibilities as Registered Agent of said corporation.



David B. Pleat

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ARTICLE VI

The method of election of Directors shall be stated in the corporate by-laws. The number of directors constituting its initial Board of Directors is one whose name and address is:

Thad Brown
103 Bonaire Drive
Panama City Beach, Florida 32413

ARTICLE VII

The name and address of the incorporator is:

Thad Brown
103 Bonaire Drive
Panama City Beach, Florida 32413

Thad Brown
Signature of Incorporator

Dated: 12-4-98, 1998.

STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME the undersigned authority, personally appeared Thad Brown, who produced _____ as identification and who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Destin, in said County and State this 4th day of December, 1998.

Theresa D. Toolan
Print Notary's Name: Theresa D. Toolan
Notary Public, State of Florida



Theresa D. Toolan
MY COMMISSION # CC681302 EXPIRES
September 16, 2001
BONDED THRU TROY FAIN INSURANCE, INC.