

Charter Number Only

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CORPORATION(S) NAME

Hawthorne Building & Development
Corporation, INC.

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
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| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out |
| | <input checked="" type="checkbox"/> Pick Up | |

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00 MAR 29 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
of
HAWTHORNE BUILDING & DEVELOPMENT CORPORATION, INC.

The undersigned, acting as Incorporator of a corporation (the "Corporation") under the laws of the State of Florida as contained in the "Florida General Corporation Act", Chapter 607 of the Florida Statutes, as amended, does hereby adopt the following Articles of Incorporation for the Corporation:

1. The name of the Corporation is HAWTHORNE BUILDING & DEVELOPMENT CORPORATION, INC.
2. The Corporation shall have perpetual existence.
3. The general purpose or purposes for which the Corporation is initially organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.
4. The aggregate number of shares which the Corporation shall have authority to issue is TWO THOUSAND (2,000) shares of ONE DOLLAR (\$1.00) par value common stock, all of one class. Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.
5. All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors. Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders. The number of directors constituting the initial Board of Directors shall be TWO (2).
6. The names and addresses of the persons serving as Directors until the first meeting of shareholders or until their successors shall be elected and qualified are:

JAMES W. HAWTHORNE
3516 Whitehall Drive, #301
West Palm Beach, FL 33401

GRACE STARDANCER-HAWTHORNE
3516 Whitehall Drive, #301
West Palm Beach, FL 33401

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7. The names and addresses of the Incorporators are:

JAMES W. HAWTHORNE

3516 Whitehall Drive, #301

West Palm Beach, FL 33401

GRACE STARDANCER-HAWTHORNE

3516 Whitehall Drive, #301

West Palm Beach, FL 33401

8. The principal office of the corporation and its mailing address are:

HAWTHORNE BUILDING & DEVELOPMENT CORPORATION, INC.

3516 Whitehall Drive, #301

West Palm Beach, FL 33401

9. The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to these reservations. These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

10. The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the Board of Directors.

11. The date when corporate existence shall begin shall be the date of execution of these Articles of Incorporation by the undersigned, provided these Articles are filed with the Secretary of State within the time allowed by law.

12. The address of the initial registered office of the corporation is:

HAWTHORNE BUILDING & DEVELOPMENT CORPORATION, INC.

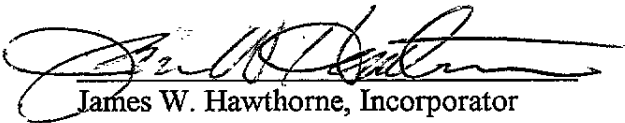
3516 Whitehall Drive, #301

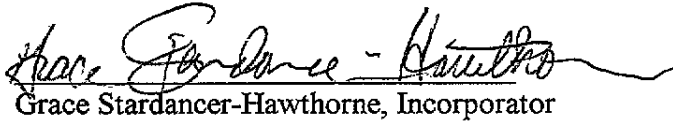
West Palm Beach, FL 33401

13. The registered agent at that address is:

James W. Hawthorne

IN WITNESS WHEREOF, the undersigned have this 27th day of March, 2000,
made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.


James W. Hawthorne, Incorporator


Grace Stardancer-Hawthorne, Incorporator

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts his appointment as registered agent of
the aforesaid corporation. Said agent is familiar with and accepts the obligations of Section
607.325 of the Florida Statutes.


James W. Hawthorne, Registered Agent

STATE OF FLORIDA,
COUNTY OF PALM BEACH:

BEFORE ME, the undersigned, a Notary Public, personally appeared **James W. Hawthorne**
and **Grace Stardancer-Hawthorne**, both personally known to me, being the Incorporators named
in and who subscribed the above Articles of Incorporation and they did freely and voluntarily
acknowledge before me according to law that they made and subscribed the same for the uses and
purposes therein mentioned and set forth. They did not take an oath.



Brian M McDonnell
My Commission CC724113
Expires March 12, 2002


Notary Public

27th March, 2000
Date

My commission expires:
[SEAL]

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00 MAR 29 AM 10:06
TALLAHASSEE FLORIDA
SECRETARY OF STATE