

James H. Titus
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213 SOUTH NASSAU STREET
VENICE, FL 34285

MEMBER OF THE FLORIDA
AND PENNSYLVANIA BARS

TEL: (941) 412-1700
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March 24, 2000

PO00000033417

Secretary of State
State of Florida
Corporation Department
409 East Gaines Street
Tallahassee, FL 32399

Re: Legacy Homebuilder's, Inc.

200003188638--7
-03/29/00--01060--026
****122.50 *****78.75

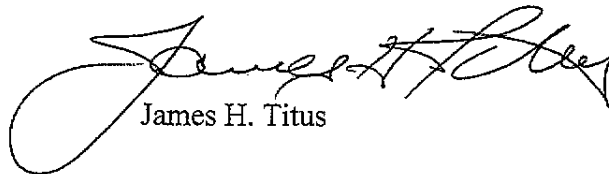
Dear Sir or Madam:

I am enclosing Articles of Incorporation for the above referenced corporation, fully executed, for filing with the Florida Secretary of State.

I am also enclosing a check made payable to the Florida Secretary of State in the amount of \$122.50 for the cost of filing said Articles. Please forward a certified copy of the Articles to me.

Thank you for your assistance, and please call me if you require anything further regarding this matter.

Very truly yours,


James H. Titus

JHT/hs
Encls.

EFFECTIVE DATE
3-24-00

cc: Client

FILED
2000 MAR 29 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AR 4/3

EFFECTIVE DATE
3-24-00

FILED

2000 MAR 29 PM 12: 23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LEGACY HOMEBUILDER'S, INC.

These Articles of Incorporation are made and subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I - NAME AND PRINCIPAL OFFICE ADDRESS

The name and principal office of this Corporation are:

LEGACY HOMEBUILDER'S, INC.
2924 South Jefferson
Sarasota, FL 34239

ARTICLE II - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock, par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 213 South Nassau Street; Venice, Florida 34285, and the name of the initial registered agent of this Corporation at that address is James H. Titus.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this Corporation shall be:

MARK A. JOHNSON

Address: 2924 South Jefferson Avenue; Sarasota, FL 34239

TODD A. MORTENSON

Address: 708 Serata Street; Venice, FL 34285

**ARTICLE VI - RESTRICTIONS ON MEMBERSHIP TO
BOARD OF DIRECTORS**

This Corporation shall have Two (2) directors initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than two.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

JAMES H. TITUS
213 South Nassau Street
Venice, FL 34285

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders, and except to the extent limited by the shareholders, in the Board of Directors.

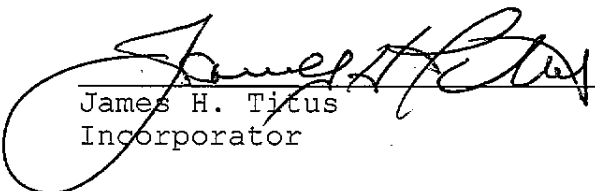
ARTICLE IX - DURATION

The existence of this Corporation shall commence on the date of subscription and acknowledgment of these Articles, and shall be perpetual.

ARTICLE X - AMENDMENT

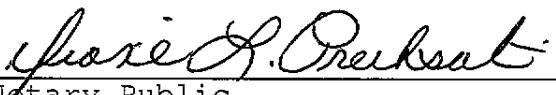
This Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of March, 2000.


James H. Titus
Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

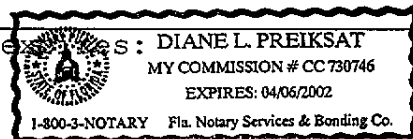
THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of March, 2000, by JAMES H. TITUS, who is personally known to me or who produced _____ as identification and who did not take an oath.


Notary Public

Print Name:

My Commission expires

[SEAL]



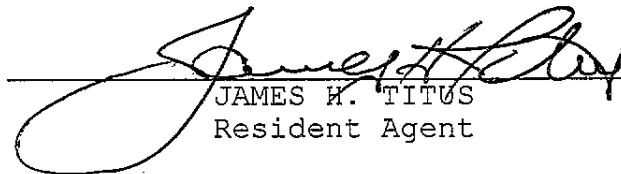
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

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

First--That LEGACY HOMEBUILDER'S, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Sarasota, County of Sarasota, State of Florida, has named JAMES H. TITUS, 213 South Nassau Street; Venice, Florida 34285, as its agent to accept service of process within this state.

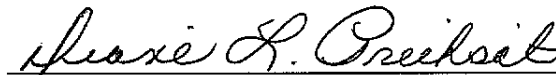
ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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


JAMES H. TITUS
Resident Agent

STATE OF FLORIDA
COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me this 27th day of March, 2000, by JAMES H. TITUS, who is personally known to me or who produced _____ as identification and who did not take an oath.



NOTARY PUBLIC

Print Name: _____

My Commission expires _____

[SEAL]



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2000 MAR 29 PM 12:23

FILED