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POE & CHASE, P.C.
4 TOWN SQUARE, P.O. BOX 759
BURNSVILLE, N.C. 28714
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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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828-682-0409

June 7, 2000

Corporations Division
Department of the Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

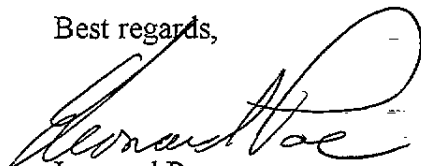
Re: Rock Creek Ridge, Inc.

600003285826--2
-06/12/00-01137-018
*****78.75 *****78.75

Dear Sirs:

Enclosed for filing are the Articles of Incorporation for Rock Creek Ridge, Inc. and my check for \$78.75 for the filing fee. Please certify the enclosed copy and return it to me at the above address.

Best regards,


Leonard Poe

D. BROWN JUN 16 2000

**ARTICLES OF INCORPORATION OF
ROCK CREEK RIDGE, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME:

The name of this corporation is:

Rock Creek Ridge, Inc.

ARTICLE II - CORPORATE ADDRESS:

The mailing address of this corporation is:

P.O. Box 5, Burnsville, NC 28714

The address of the principal office of the corporation is:

4 Town Square, Burnsville, NC 28714

ARTICLE III - CAPITAL STOCK:

This corporation is authorized to issue voting common stock as follows:

Number of authorized shares: 100,000

Par value per share: \$1.00

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT:

The name and street address of the initial registered agent and registered office of the corporation is:

Stuart Poe, 1808 LeGrande, Dunedin, FL 34698.

ARTICLE V - INCORPORATOR:

The name and address of the incorporator of this corporation is:

Leonard Poe, P.O. Box 5, Burnsville, NC 28714.

ARTICLE VI - BYLAWS:

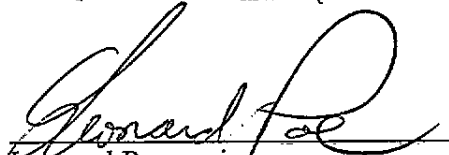
The board of directors may adopt bylaws for the corporation. The shareholders reserve the right to also adopt bylaws, including bylaws requiring greater than majority quorum or voting requirements for shareholder action. The shareholders may amend or repeal bylaws adopted by the board of directors, and may prescribe in any bylaw adopted by the shareholders that such bylaw shall not be amended or repealed by the board of directors.

ARTICLE VII - DIRECTORS:

The initial board of directors shall be appointed by the incorporator. The number of directors shall be no less than one, no more than five, and shall be prescribed by the bylaws.

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of

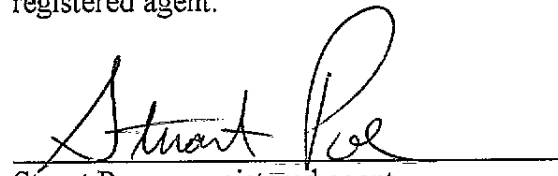
Incorporation this 7th day of June, 2000.


Leonard Poe, as incorporator

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Stuart Poe, as registered agent