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Virginia Rice
210 E. Kaley Street
Orlando, Fl 32806

~~OCTOBER 6~~
September 20, 2000

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Secretary of State
Division of Corporations
409 E. Gain Street
Tallahassee, Fl 32999

Enclosed please find and process the articles of incorporation. Thank you
for your attention.

Sincerely,

Virginia Rice

Virginia Rice

FILED
00 OCT 10 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of 10/11

ARTICLES OF INCORPORATION

OF

NICOLE-HUDSON DEVELOPMENT CORPORATION

FILED
00 OCT 10 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be NICOLE-HUDSON DEVELOPMENT CORPORATION.

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III - GENERAL PURPOSE

The general purpose for which this corporation is organized shall be:

1. To manufacture, construct, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with products, goods wares, merchandise, real and personal property and services of every kind, class and description.

2. To develop real property for resale

1. It is intended that this corporation is organized for an may conduct and transact any or all lawful business authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended. Provided however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking, safety-deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance, association, cooperative association, fraternal benefit society, state fair or exposition business.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered offices of this corporation and the corporate office in the State will be 210 E. Kaley Ave, Orlando, Florida 32806. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation at that address is EDWARD H. RICE, JR. Directors may from time to time designate a new registered agent.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial number of directors of this corporation shall be TWO (2). The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Shareholders, in the initial organizational meeting, but shall never be less than one (1).

The name of the initial members of the Board of Directors who shall hold office for the first year of existence of this corporation or until his successors are elected or appointed and have qualified are:

EDWARD H. RICE, JR. 210 E. Kaley Avenue, Orlando, Florida 32806

VIRGINIA RICE, 210 E. Kaley Avenue, Orlando, Florida 32806

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is EDWARD H. RICE, JR. and VIRGINIA RICE of 210 E. Kaley Avenue, Orlando, Florida 32806


ARTICLE VIII - AMENDMENT TO ARTICLES


This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any registered agent, officer, director or incorporator, or any former registered agent, officer or director, to the full extent permitted by law.

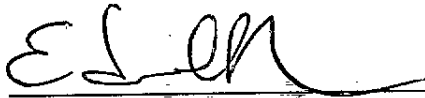
IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed the Articles of Incorporation at Orlando, Florida this 25th day of August 2000.


EDWARD H. RICE, JR.


VIRGINIA RICE

Having been named as registered agent for the above corporation at the place designated in this certificate, 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.

Dated this 25th day of August, 2000



EDWARD H. RICE, JR.


STATE OF FLORIDA

COUNTY OF ORANGE

FILED
00 OCT 10 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared EDWARD H. RICE, JR. Known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the same instrument for the uses and purposes set forth herein.

WITNESS my hand and official seal in the county and state last aforesaid this 25th day of August, 2000.


Notary Public State of Florida at Large
RUBY J. LEWIS

My Commission expires:



Ruby J. Lewis
Commission # CG 888011
Expires Dec. 27, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared VIRGINIA RICE, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged that she subscribed the same instrument for the uses and purposes set forth herein.

WITNESS my hand and official seal in the county and state last aforesaid this 25th day of August, 2000.

Rubye J. Lewis
Notary Public State of Florida at Large

RUBY E. J. LEWIS
Printed Name

My Commission expires:



Rubye J. Lewis
Commission # CG 888011
Expires Dec. 27, 2003
Bonded Thru
Atlantic Bonding Co., Inc.