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ACCOUNT NO. : 072100000032

REFERENCE : 155670 82491A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 18, 2001

ORDER TIME : 2:17 PM

ORDER NO. : 155670-005

CUSTOMER NO: 82491A

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-05/21/01--01007--001

*****78.75 *****78.75

CUSTOMER: Ms. Daphne K. Stonestreet
Smith & Stonestreet, P.a.

Suite Three
150 South Highway 17-92
Debary, FL 32713

DOMESTIC FILING

NAME: DEWAIN-REID CONSTRUCTION
CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

RECEIVED
TALLAHASSEE FLORIDA
MAY 18 PM 3:21

RECEIVED
DEPARTMENT OF STATE
MAY 18 PM 3:14
SUFFICIENT
FILING

ARTICLES OF INCORPORATION

OF

DEWAIN-REID CONSTRUCTION CORPORATION

2001 MAY 18 PM 3:21

STATE
TALLAHASSEE FLORIDA

WE, THE UNDERSIGNED, being natural persons of legal age, do hereby desire to form a corporation under the laws of the state of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be DEWAIN-REID CONSTRUCTION CORPORATION, a Florida corporation. The initial principal place of business of this corporation shall be 206 Alta Vista Street, DeBary, Florida 32713 and its mailing address shall be 206 Alta Vista Street, DeBary, Florida 32713.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation shall have those powers authorized or permitted by law or otherwise, it being the intention that this corporation shall have the right to engage in any business or activity not expressly prohibited by applicable law of the state of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock of this corporation which the corporation is authorized to have outstanding at any one time is 500 shares of common capital stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors of this corporation.

The names and number of shares of the shareholders of this corporation are as follows:

DONALD COLSTON and PATTI COLSTON 250 SHARES

MARK TARITY and ROBYN TARITY 250 SHARES

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 206 Alta Vista Street, DeBary, Florida 32713, and the name of the initial Registered Agent of this corporation at that address is: Robyn Tarity.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The business of the corporation shall be conducted and managed by a Board of Directors consisting of not less than one member, as fixed from time to time by the By-Laws of this corporation, and the Board of Directors shall be elected or appointed by the shareholders of the corporation but it shall not be necessary for any such director to be a shareholder of the corporation.

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and qualified are:

DONALD COLSTON	206 Alta Vista Street DeBary, Florida 32713
MARK TARTY	206 Alta Vista Street DeBary, Florida 32713

ARTICLE VI

INCORPORATORS

The names and addresses of the Incorporators of this corporation are:

DONALD COLSTON	206 Alta Vista Street DeBary, Florida 32713
MARK TARTY	206 Alta Vista Street DeBary, Florida 32713

ARTICLE VII

BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders of this corporation.

ARTICLE VIII

INDEMNIFICATION

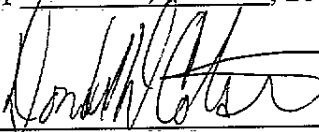
Every director, officer, employee or agent of the corporation shall be indemnified by the corporation against all expenses and liabilities including attorney fees, reasonably incurred or by reason of their being imposed upon him or her, in connection with any proceeding to which he or she may be made a part or in which he or she may become involved by reason of his or her employment or by reason of his or her being or having been a director, officer, employee or agent of the corporation, or any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjudged liable for gross negligence or willful and wanton misconduct in the performance of his or her duties as such officer, director, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee or agent may be entitled.

ARTICLE IX

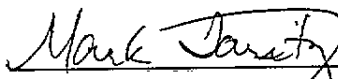
AMENDMENT

The corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of this corporation's Articles of Incorporation in the manner now, or hereafter prescribed by statute and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these
Articles of Incorporation on this 16th day of May, 2001.



DONALD COLSTON

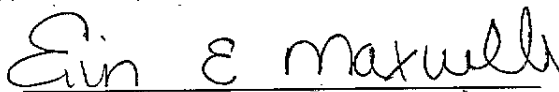


MARK TARITY



STATE OF FLORIDA
COUNTY OF Volusia

The foregoing instrument was acknowledged before me this 16th day of May, 2001, by DONALD COLSTON and MARK TARITY, who are personally known to me and who did take an oath.
produced Florida Driver's License


Notary Public



Erin E Maxwell
My Commission CC764893
Expires August 5, 2002

2001 MAY 18 PM 3:21


SECOND JUDICIAL CIRCUIT
TALLAHASSEE FLORIDA

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

IN PURSUANCE of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that DEWAIN-REID CONSTRUCTION CORPORATION, desiring to organize under the laws of the state of Florida, with its principal office as indicated in the Articles of Incorporation in the City of DeBary, County of Volusia, State of Florida, has named ROBYN TARITY, 206 Alta Vista Street, DeBary, Florida 32713, as its agent to accept service of process within this state.

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


ROBYN TARITY
Registered Agent