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Attorneys - At - Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 14, 2001

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▲ (Also Admitted in Indiana and Georgia)
◆ (Also admitted in Pennsylvania)

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-06/18/01--01112--012
*****78.75 *****78.75

Re: *Builders, Inc.*
~~The Buttonwood Company, Inc.~~

Dear Sir/Madam:

Enclosed you will find an original and one copy of the Articles of Incorporation for The Buttonwood Company, Inc.

Please file this document as provided by law and return to the undersigned a date-stamped copy.

Also enclosed is a check in the amount of \$78.75 to cover the fees for filing the Articles.

Very truly yours,

Carrie E. Lademan

Carrie E. Lademan

CEL\tnn
Enclosures
cc: Client

3200 Tamiami Trail N.
Suite 200
Naples, FL 34103
TEL (941) 649-6555
FAX (941) 649-7342

www.wpl-legal.com

*WOT = 7/12/01
PS 6/22/01*

The undersigned subscriber to these Articles of Incorporation, being competent to contract, hereby states the desire to form a corporation under the laws of the State of Florida.

**ARTICLES OF INCORPORATION
OF
BUTTONWOOD BUILDERS, INC.**

I. NAME

The name of the corporation is **BUTTONWOOD BUILDERS, INC.**

II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and the laws of the State of Florida.

III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500) shares of common stock, all shares being with a par value of One Dollar (\$1.00).

IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

V. TERM OF EXISTENCE

This corporation is to exist perpetually.

VI. ADDRESS

The initial address of the principal office of this corporation in the State of Florida is 381 13th Avenue South, Naples, Florida 34102.

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

VII. DIRECTORS

This corporation shall have one (1) director initially. The number of directors may, from time to time, be increased by the Bylaws adopted by the stockholders.

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VIII. INITIAL DIRECTORS

The names and addresses of the first Board of Directors are: Douglas Williams, at 2429 Kings Lake Boulevard, Naples, Florida 34112.

IX. SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is Carrie E. Lademan, at 3200 Tamiami Trail North, Suite 200, Naples, Florida 34103.

X. REGISTERED AGENT

Carrie E. Lademan, whose address for service of process is 3200 Tamiami Trail North, Suite 200, Naples, Florida 34103, shall be the registered agent for the corporation.

XI. AMENDMENTS

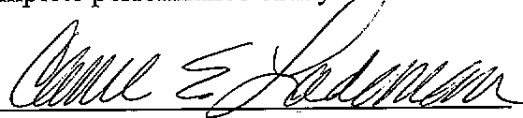
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of stock entitled to vote thereon, unless all the stockholders and all the Directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.



Carrie E. Lademan, Subscriber

ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept Service of Process for the above-stated 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.



Carrie E. Lademan

This instrument prepared by:
Carrie E. Lademan, Esquire
Woodward, Pires & Lombardo, P.A.
3200 Tamiami Trail North, Suite 200
Naples, Florida 34103
(941) 649-6555