

Locklin  
& Jones, P.A.  
ATTORNEYS AT LAW

Pol000076404

Jack Locklin, Jr.  
Board Certified  
Real Estate Attorney

Angela J. Jones

July 30, 2001

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

900004511149--0  
-08/01/01--01053--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Northrop Homes & Construction, Inc.

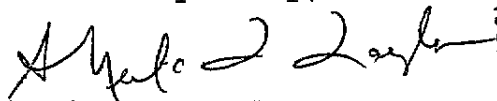
Dear Sirs:

Enclosed are an executed original and one copy of the Articles of Incorporation of Northrop Homes & Construction, Inc., and an original and one copy of an executed Certificate Designating the Resident Agent. Our check in the amount of \$78.75 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy	8.75
Total .....	\$ 78.75

Please file these originals and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification.

Yours very truly,

  
Sheila T. Taylor  
Assistant to Angela J. Jones

AJJ/stt  
Enclosures

FILED  
01 AUG -1 AM 11:10  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

gr 8/3

**FILED**  
01 AUG - 1 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**NORTHROP HOMES & CONSTRUCTION, INC.**

**ARTICLE - I**

The name of this corporation is: **NORTHROP HOMES & CONSTRUCTION, INC.**

**ARTICLE - II**

The purpose of this corporation is for residential and commercial construction and any and all other lawful business.

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

**ARTICLE IV - PRE EMPTIVE RIGHTS**

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

**ARTICLE V - INITIAL REGISTERED**

**OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 6743 Elva Street, Milton, Florida 32570, and the name of the initial registered agent of this

corporation at that address is **I.H. Northrop, III**. The principal office is the same as the registered office.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director, initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
I.H. Northrop, III	6743 Elva Street Milton, Florida 32570

#### **ARTICLE VII - INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is **I.H. Northrop, III**, 6743 Elva Street, Milton, Florida 32570.

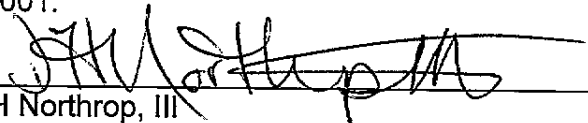
#### **ARTICLE VIII - BYLAWS**

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

#### **ARTICLE IX - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 26 day of July, 2001.

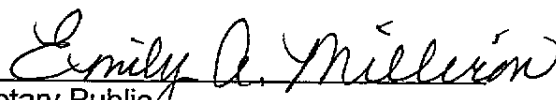
  
I.H. Northrop, III

STATE OF FLORIDA

COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared **I.H. Northrop, III**, to me well known and known to me to be the individual described in or who presented FL. D.L. as identification, and who executed the foregoing Articles of Incorporation of **Northrop Homes & Construction, Inc.** and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 26th day of July, 2001.

  
Notary Public  
My commission expires: \_\_\_\_\_

NOTARY PUBLIC - STATE OF FLORIDA  
EMILY A. MILLIRON  
COMMISSION # CC750162  
EXPIRES 7/23/2002  
BONDED THRU ASA 1-800-NOTARY1

FILED

01 AUG - 1 AM 11:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

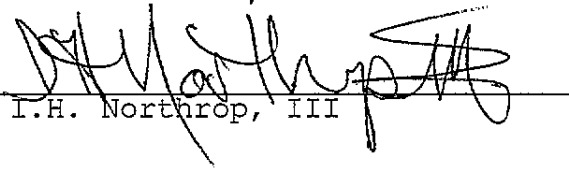
Pursuant to Chapter 48.091, Florida Statutes, the following  
is submitted:

**NORTHROP HOMES & CONSTRUCTION, INC.**, desiring to organize  
under the Laws of the State of Florida with its principal office  
as indicated in the Articles of Incorporation at Milton, Santa  
Rosa County, Florida, has named I.H. Northrop, III, 6743 Elva  
Street, Milton, Florida 32570, as agent to accept service of  
process within the state.

Dated this the 26 day of July, 2001.

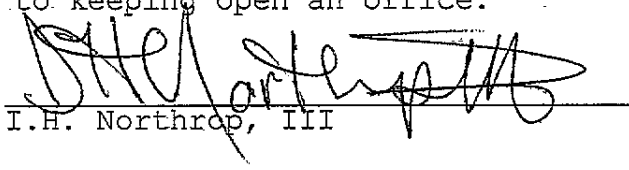
**NORTHROP HOMES & CONSTRUCTION, INC.**

BY:

  
I.H. Northrop, III

ACCEPTANCE

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

  
I.H. Northrop, III