.. CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222



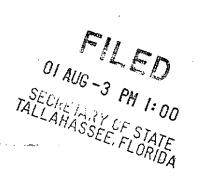
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ARTICLES OF INCORPORATION

<u>OF</u>

White Oaks Ventures, Inc.



ARTICLE I

The name of the Corporation is White Oaks Ventures, Inc..

ARTICLE II

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation in the Office of the Florida Department of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE III

The Corporation is organized to engage in the business of the acquisition of real estate for resale and to transact any other lawful business activity.

ARTICLE IV

The Corporation is authorized to issue 1000 shares of stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V

The principal corporate offices of the Corporation shall be:

10815 Great White Oaks Lane Thonotosassa, FL 33592

ARTICLE VI

The street address of the initial registered office of the corporation is:

111 Mason Street Brandon, Fl 33511

The name of the Corporation's initial registered agent at such address is Stephen G. Connett

ARTICLE VII

The Corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by bylaws of the Corporation, provided that the Corporation shall always have at least one director. The name and address of the initial director of the Corporation who shall serve until his successor is duly elected and qualified is::

NAME	ADDRESS
Gerhard G. Meisels	10815 Great White Oaks Lane Thonotosassa, FL 33592
Sylvia K. Meisels	10815 Great White Oaks Lane Thonotosassa, FL 33592

ARTICLE VIII

The name and address of the incorporator signing these Articles of Incorporation

Gerhard G. Meisels 10815 Great White Oaks Lane Thonotosassa, FL 33592

is:

ARTICLE IX

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

ARTICLE X

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 2nd day of August 2001.

Gerhard G. Meisel

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this day of 2001 by Gerhard G. Meisels, who is personally known to me or who has produced for Daylas LIC as identification and who did (did not) take an oath.

NOTARY PUBLIC, State of Florida at Large

Stephen G. Connett
Cemmission # CC 924667
Expires April 3, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

<u>OF</u>

White Oaks Ventures, Inc.

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

Stephen G. Connett

DATE: 8-2-2001

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