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**RICHMOND CUSTOM HOMES, INC.
22 ROBIN HOOD LN.
PALM COAST, FL 32164**

November 28, 2001

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-12/04/01--01007--001
*****78.75 *****78.75

**Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314**

To whom it may concern:

Please find enclosed the Articles of Incorporation for Richmond Custom Homes, Inc. I would like to register this corporation with the state of Florida.

I have also enclosed a check for both the registration and a copy of the certificate of status. Please forward this back to me as soon as possible.

If you have any questions please do not hesitate to contact my office, 386-439-6656.

Sincerely yours,



**Robert W. Richmond II
President**

FILED
01 DEC -3 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Q. BULLOCK DEC 05 2001

**ARTICLES OF INCORPORATION
OF
RICHMOND CUSTOM HOMES, INC.**

FILED
01 DEC -3 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

RICHMOND CUSTOM HOMES , INC.

The address of the principal office of this corporation shall be 1844A South Highway A1A, Flagler Beach, FL 32136. The mailing address of the corporation shall be 22 Robin Hood Ln. Palm Coast, FL. 32164

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 60 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 22 Robin Hood Ln., Palm Coast, FL 32164, and the name of the registered agent of the corporation at that address is Robert W. Richmond II.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as a C Corporation.

ARTICLE VII. INITIAL OFFICERS/DIRECTORS

Robert W. Richmond II, President.

ARTICLE VIII. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to the Articles of Incorporation:

Robert W. Richmond II
22 Robin Hood Ln.
Palm Coast, FL 32164

IN WITNESS WHEREOF, the undersigned has set their hand hereto and affixed her signature on November 28, 2001.

Richmond Custom Homes, Inc.

By: Robert W. Richmond II
Robert W. Richmond II, President

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

I, Robert W. Richmond II, do hereby accept the designation as Registered Agent in the above and foregoing Articles; I am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Robert W. Richmond II

By: Robert W. Richmond II
Agent, Robert W. Richmond II