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*Board Certified Business Litigation

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REPLY TO: STEPHEN R. MOORHEAD simoorhead@pensacolalaw.com

January 17, 2002

Secretary of State Corporate Division 409 E. Gaines Street Tallahassee, FL 32399

400004791894--7 -01/23/02--01068--002 *****78.75 ******78.75

Re:

Homecrafters of the Emerald Coast, Inc.

Our File: SRM-01-9006

Dear Sir or Madam:

I am enclosing herewith an original and one copy of Articles of Incorporation for the above-named corporation. Enclosed is a check in the amount of \$78.75, representing the following fees:

Filing fee \$35.00 Certified copy 8.75 Registered agent fee 35.00

<u>33.00</u>

TOTAL

\$ 78.75

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Please do not hesitate to contact the undersigned should you have any questions. Your prompt attention to this matter is appreciated.

Very truly yours,

Stephen R. Moorhead

SRM/sla Enclosures

cc:

Mr. Fred Knodel, Sr.

Mr. Freddy Knodel, Jr.

Oh. L. 1

NC. PERCHANCES AM 8:07

ARTICLES OF INCORPORATION

 \mathbf{OF}

HOMECRAFTERS OF THE EMERALD COAST, INC.

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is Homecrafters of the Emerald Coast, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these articles of incorporation.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V - AMENDMENT OF ARTICLES

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

<u>ARTICLE VI - PRINCIPAL OFFICE</u>

The street address of this corporation's principal office and its mailing address is 10407 Rawlings Drive, Pensacola, Florida 32514.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503, and the name of this corporation's initial registered agent is Stephen R. Moorhead.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is two (2), whose names and addresses are:

Fred Knodel

10407 Rawlings Drive

Pensacola, Florida 32514

Freddy Knodel

10407 Rawlings Drive

Pensacola, Florida 32514

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is Stephen R. Moorhead, 4300 Bayou Blvd., Suite 13, Pensacola, Florida 32503.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 16 day of 2002.

STEPHEN R. MOORHEAD

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before me the undersigned authority in and for the said State and County personally appeared Stephen R. Moorhead to me well known to be the person described in and who freely and voluntarily subscribed the foregoing articles of incorporation for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this // day of // 2002.

Personally Known
OR
Produced Identification
Type of Identification Produced

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

OR JAW 23 ED AM 8:07 I, Stephen R. Moorhead, hereby accept the appointment as registered agent for HOMECRAFTERS OF THE EMERALD COAST, INC., as set forth in its articles of incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this _/_ day of JANARY 2002.

\Corporations\Homecrafters of NWF\Articles-Incorp