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TRANSMITTAL LETTER

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02 JUL 26 AM 7:54

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Hilbert's Homes, Inc.

DATE: July 19, 2002

100006696881--8
-07/26/02--01017--012
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 Filing Fee & Certificate Fee.

FROM: Lance M. Hilbert
11155 W. Cloverhill Circle
Jacksonville, FL 32257
(904)260-9143

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2/29

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HILBERT'S HOMES, INC.

ARTICLE ONE - NAME

The name of the corporation shall be HILBERT'S HOMES, INC.

ARTICLE TWO - DURATION

This term of existence of the corporation is perpetual.

ARTICLE THREE - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11155 W. Cloverhill Circle, Jacksonville, Florida 32257

ARTICLE FOUR - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE FIVE - CAPITAL STOCK

The aggregate number of shares which the corporation has authorization to issue is 1,000, all of which shall be common shares with a par value of one dollar.

ARTICLE SIX - REGISTERED OFFICE

The street address of the initial Registered Office of the Corporation and name of the registered agent at such address is:

Lance M. Hilbert
11155 W. Cloverhill Circle
Jacksonville, FL 32257

ARTICLE SEVEN - BOARD OF DIRECTORS

The number of members of the Board of Directors may be changed from time to time as provided by the By-Laws of the Corporation as adopted by the stockholders; but, in no event, shall the Board of Directors consist of less than one (1) member at any time.

ARTICLE EIGHT - INITIAL DIRECTORS

The initial Board of Directors shall consist of one (1) member who shall hold office until the first annual meeting of the Corporation and whose name and address is as follows:

Lance M. Hilbert
11155 W. Cloverhill Circle
Jacksonville, Florida 32257

ARTICLE NINE- INCORPORATION

The name and address of the Incorporator is:

Lance M. Hilbert
11155 W. Cloverhill Circle
Jacksonville, FL 32257

ARTICLE TEN - OFFICERS

The following officer/s were elected and shall hold office until the first annual meeting of the corporation:

President - Lance M. Hilbert

The undersigned incorporator has executed these Articles of Incorporation this 23
day of July, 2002.

Lance M. Hilbert

Signature

CERTIFICATE OF DESIGNATION

FILED

REGISTERED AGENT/REGISTERED OFFICE 02 JUL 26 AM 7:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA:

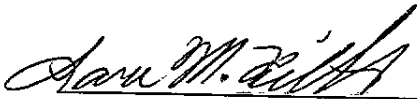
1. The name of the corporation is:

HILBERT'S HOMES, INC.

2. The name and address of the registered agent is:

Lance M. Hilbert
11155 W. Cloverhill Circle
Jacksonville, FL 32257

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



Signature

7-23-02

Date