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To:  
Division of Corporations  
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From:  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**O'Carroll Homes, Inc.**

Certificate of Status	0
Certified Copy	0
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T. SMITH NOV 19 2002

**ARTICLES OF INCORPORATION**

**OF**

**O'CARROLL HOMES, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE 1.0 NAME AND ADDRESS**

The name of the Corporation is: O'Carroll Homes. The principal office and mailing address is 102 Commercial Avenue, East Palatka, Florida, 32131.

**ARTICLE 2.0 DURATION**

The duration of the Corporation is perpetual.

**ARTICLE 3.0 PURPOSE**

The general purpose for which the Corporation is organized is to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

**ARTICLE 4.0 SHARES**

The aggregate number of shares which the corporation is authorized to issue is **One Hundred Thousand (100,000)** shares of common stock. Such shares shall be of a single class and shall have a par value of \$.01/100 per share.

**ARTICLE 5.0 INITIAL REGISTERED OFFICE AND AGENT**

The street and mailing address of the initial registered office of the Corporation is 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256, and the name of the initial registered agent at that address is Todd Watson, Attorney at Law.

**ARTICLE 6.0 DIRECTORS**

The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with

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the Bylaws but shall never be less than one. The names and addresses of the initial Directors of the Corporation are as follows:

Maurice O'Carroll 102 Commercial Avenue, East Palatka, Florida, 32131  
Linda O'Carroll 102 Commercial Avenue, East Palatka, Florida, 32131

**ARTICLE 7.0 THE NAME AND ADDRESS OF EACH INCORPORATOR**

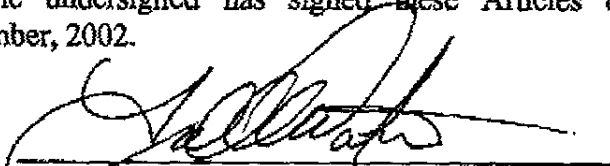
The name and address of the Incorporator is as follows:

Todd Watson, Attorney at Law 7785 Baymeadows Way, Suite 107  
Jacksonville, Florida 32256

**ARTICLE 8.0 AMENDMENT**


The 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.

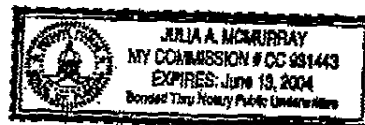
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 20th day of November, 2002.

  
Todd Watson, Attorney at Law, Incorporator

**STATE OF FLORIDA  
COUNTY OF DUVAL**

The foregoing instrument was acknowledged before me this 20th day of November, 2002, by Todd Watson, Attorney at Law, on behalf of the Corporation, who is personally known to me.

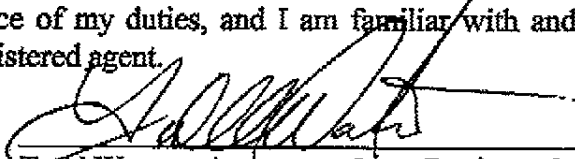
  
Signature of Notary Public  
Notary's Seal:



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**ACCEPTANCE BY DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

  
\_\_\_\_\_  
Todd Watson, Attorney at Law, Registered Agent

Date: November 20, 2002

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