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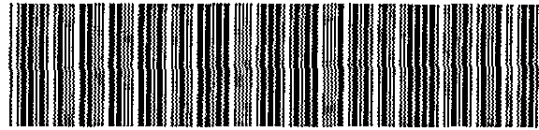
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓✓

LAW OFFICE OF
R. WILLIAM FUTCH

610 SE 17TH STREET
OCALA, FLORIDA 34471
(352) 732-8080
FAX: (352) 732-8023
E-MAIL: rwfutchpa@aol.com

PLEASE REPLY TO:
POST OFFICE BOX 4885
OCALA, FLORIDA 34478

January 20, 2003

VIA U.P.S.

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: ABBEY CORP.

Dear Sir/Madam:

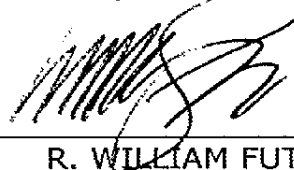
Enclosed for filing are an original and one copy of the Articles of Incorporation of Abbey Corp. Also enclosed is our check in the sum of \$70.00, representing \$35.00 for the filing fee and \$35.00 for the registered agent fee.

Please return a conformed copy of the Articles of Incorporation to me in the envelope provided.

Thank you for your cooperation. If you have any questions, please contact me.

Very Truly Yours,

BY



R. WILLIAM FUTCH

RWF/kad
Enc. (check # 1655)



FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

January 29, 2003

LAW OFFICE OF R. WILLIAM FUTCH
POST OFFICE BOX 4885
OCALA, FL 34478

SUBJECT: ABBEY CORP.
Ref. Number: W03000002651

We have received your document for ABBEY CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filing Section

Letter Number: 303A00005853

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**ARTICLES OF INCORPORATION
of
ABBEY CORP OF OCALA**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the corporation is ABBEY CORP OF OCALA.

**ARTICLE II
DURATION**

The period of duration of the corporation is perpetual.

**ARTICLE III
PURPOSE**

The purpose is to engage in sales and construction of residential real estate and any other activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office, if known, and the mailing address of the corporation is c/o 610 S.E. 17th Street, Ocala, FL 34471.

**ARTICLE V
CAPITAL STOCK**

The corporation is authorized to issue 1,000 shares, all of one class, at ONE and 00/100 (\$1.00) DOLLAR par value.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered office and agent of this corporation is:

- | | |
|------------------------|---|
| (A) Registered Agent: | R. WILLIAM FUTCH |
| (B) Registered Office: | 610 S.E. 17 th Street
Ocala, FL 34471 |

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and addresses of the director of this corporation is:

Patricia Abbatiello
610 S.E. 17th Street
Ocala, FL 34471

Joseph Abbatiello
610 S.E. 17th Street
Ocala, FL 34471

Coda Roberson
610 S.E. 17th Street
Ocala, FL 34471

Lee Farkas
610 S.E. 17th Street
Ocala, FL 34471

ARTICLE VIII
INCORPORATOR

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

R. WILLIAM FUTCH
610 S.E. 17th Street
Ocala, FL 34471

ARTICLE IX
AMENDMENT OF ARTICLES

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 4 day of February, 2003

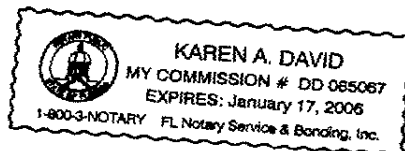


R. WILLIAM FUTCH

STATE OF FLORIDA)
COUNTY OF MARION)

BEFORE ME, a notary public duly authorized to take
acknowledgments in the state and county set forth above, personally
appeared R. WILLIAM FUTCH, known to me and known by me to be the
person who executed the foregoing Articles and acknowledged to me that he
executed the same freely and voluntarily.

WITNESS my hand and official seal this 4th day of February, 2003.



Karen A. David
Notary Public, State of Florida
My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for the above corporation
for the purpose of accepting service of process at the registered office
designated in the Articles of Incorporation, I accept such appointment and
am familiar with and accept the obligations provided for in §607.325, Fla.
Stat.

DATED this 4 day of February, 2003

R. William Futch
R. WILLIAM FUTCH
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA