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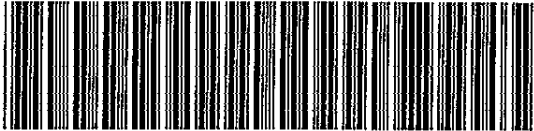
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DENIS A. COHRS, P.A.

ATTORNEYS AND COUNSELORS AT LAW

INTERVEST BANK BUILDING • 2575 ULMERTON ROAD • SUITE 210 • CLEARWATER • FLORIDA • 33762

VOICE (727) 540-0001 • FAX (727) 540-0027

E-MAIL d.cohrs@gte.net

May 30, 2003

Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of BDM Builders, Inc.

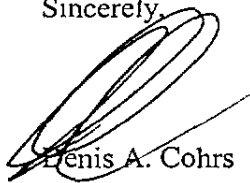
Gentlemen:

Enclosed herewith is an original and one copy of the Articles of Incorporation of the above-referenced corporation. Please file these Articles and return one filed-stamp copy to this office.

Additionally, enclosed is a check made payable to the Florida Secretary of State in the amount of \$70.00 in payment of the required filing fees.

Should you have any questions with respect to this matter, please do not hesitate to contact us.

Sincerely,



Denis A. Cohrs

DAC/pb

Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BDM BUILDERS, INC.**

I, the undersigned, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I
Name and Mailing Address**

The name of this corporation shall be:

EFFECTIVE DATE
05-30-03

BDM BUILDERS, INC.

The address of the principal office and the mailing address of this corporation is:

**11601 66th Street North
Largo, Florida 33743**

**ARTICLE II
Existence of Corporation**

This corporation shall begin existence on **May 30, 2003** and shall thereafter have perpetual existence.

**ARTICLE III
Purposes**

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV
Powers

This corporation shall have all such powers as may be necessary or desirable to carry out the business of the corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes (2002), as may be amended from time-to-time.

ARTICLE V
Capital Stock

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the corporation shall be 10,000,000 shares, without par value, the stated value of each to be determined by the Board of Directors. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(d) There shall be no preemptive rights granted to the holders of any stock in the corporation.

ARTICLE VI
Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

**2575 Ulmerton Road, Suite 210
Clearwater, Florida 33762**

and the name of the corporation's initial registered agent at such address is:

Denis A. Cohrs.

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes (2001), as may be amended from time-to-time.

ARTICLE VII
Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be three (3), and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
David Taylor	11601 66 th Street North Largo, Florida 33743
Benjamin J. Larsen	5525 43 rd Avenue North St. Petersburg, Florida 33709
Mark A. Seitz	5283 37 th Avenue North St. Petersburg, Florida 33710

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

ARTICLE VIII
Incorporators

The name and address of each incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
David Taylor	11601 66 th Street North Largo, Florida 33743

ARTICLE IX
Indemnification

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes (2002), as amended from time-to-time.


ARTICLE X
Control Share Acquisitions

The corporation does hereby elect, pursuant to Subsection 607.0902(5), Florida Statutes (2002), to exempt itself from the provisions pertaining to control share acquisitions as contained in Sections 607.0902, 607.1301, 607.1302, and 607.1320, Florida Statutes (2002).

ARTICLE XI
Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned Incorporator, have executed these Articles for the uses and purposes therein stated.




David Taylor,
Incorporator

Acceptance of Registered Agent

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes (2002).

DATED this 20th day of May, 2003.



Denis A. Cohrs,
Registered Agent

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TALLAHASSEE, FLORIDA