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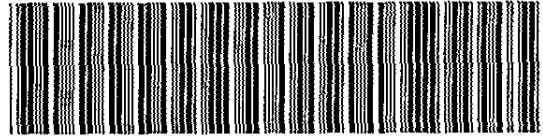
(Business Entity Name)

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RECEIVED  
03 JUL 24 PM 12:40  
DIVISION OF CORPORATION

FILED  
2003 JUL 24 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Carroll*



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 181134 7187251

AUTHORIZATION :

COST LIMIT : \$ PPD

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ORDER DATE : July 24, 2003

ORDER TIME : 11:44 AM

ORDER NO. : 181134-005

CUSTOMER NO: 7187251

CUSTOMER: Thomas P. McLennon, Esq.  
Thomas P. McLennon, P.a.

Suite 4f  
1460 South McCall Road  
Englewood, FL 34223

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DOMESTIC FILING

NAME: NEWPORT HOMES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 1155

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF INCORPORATION  
of  
NEWPORT HOMES, INC.**

FILED  
2003 JUL 24 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is: NEWPORT HOMES, INC.

Article II - Principal Place of Business and Mailing Address

The principal place of business and the mailing address of this corporation shall be  
3579 Access Road S., Englewood, FL 34224

Article III - Duration

This corporation shall have perpetual existence.

Article IV - Purpose

The purpose of this corporation shall be the construction of residential dwellings for the purpose of sale, and any other business not prohibited by the laws of the State of Florida or the United States of America.

Article V - Capital Stock

This corporation is authorized to issue 7,500 shares of common stock with a par value of One Dollar (\$1.00) each.

Article VI - Pre-emptive Rights

There shall be no pre-emptive rights.

Article VII - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office of this corporation is 3579 Access Road S., Englewood , FL 34224, and the name of the initial registered agent of this corporation at that address is Darryl A. Newell.

#### Article VIII - Initial Board of Directors

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The names and addresses of the Directors of this corporation are:

DARRYL A. NEWELL	WILLIAM S. PORTER
3579 Access Road S., Suite L	3579 Access Road S., Suite L
Englewood, FL 34224	Englewood, FL 34224

#### Article IX - Incorporator

The name and address of the sole incorporator is:

Darryl A. Newell  
3579 S. Access Road, Suite L  
Englewood, FL 34224

#### Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

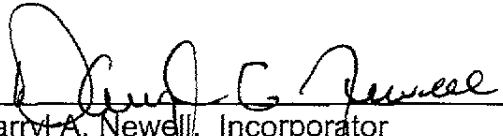
#### Article XI - Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### Article XII - Amendment

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 23rd day of July, 2003.

  
Darryl A. Newell, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

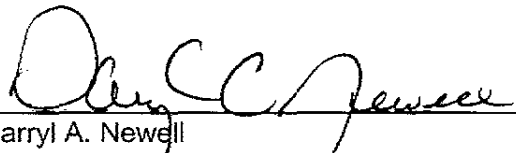
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In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act:

That NEWPORT HOMES, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Englewood, Florida has named Darryl A. Newell of 3579 Access Road S., Suite L, Englewood, FL 34224, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
Darryl A. Newell