

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Phelps Builders Inc

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by: AW 8/28

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION
OF
PHELPS BUILDERS, INC.

ARTICLE ONE - NAME

The name of the corporation shall be PHELPS BUILDERS, 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:

320 Bayside Avenue, Winter Garden, Florida 34787

ARTICLE FOUR - PURPOSE

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

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03 AUG 28 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Robert C. Phelps
320 Bayside Avenue
Winter Garden, Florida 34787

ARTICLE SEVEN - BOARD OF DIRECTORS

The number of members of the Board of Directors may be changed from time to time; 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:

Robert C. Phelps
320 Bayside Avenue
Winter Garden, Florida 34787

ARTICLE NINE- INCORPORATION

The name and address of the Incorporator is:

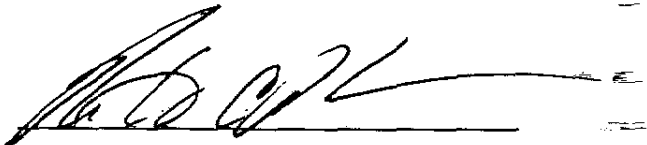
Robert C. Phelps
320 Bayside Avenue
Winter Garden, Florida 34787

ARTICLE TEN - OFFICERS

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

President- Robert C. Phelps

The undersigned incorporator has executed these Articles of Incorporation this 25th
day of AUGUST, 2003.



Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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:

PHELPS BUILDERS, INC.

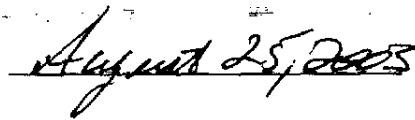
2. The name and address of the registered agent is:

Robert C. Phelps
320 Bayside Avenue
Winter Garden, Florida 34787

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



Date

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TALLAHASSEE, FLORIDA