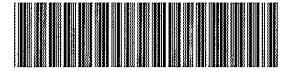
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(Re	questor's Name)
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Special Instructions to	Filing Officer:	





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ACCOUNT NO.: 072100000032		
REFERENCE: 300075 121501A		
AUTHORIZATION :		
COST LIMIT : \$ PPD		
ORDER DATE: October 29, 2003		
ORDER TIME: 2:06 PM		
ORDER NO. : 300075-005		
CUSTOMER NO: 121501A		
CUSTOMER: C. Holt Smith, Iii, Esq C. Holt Smith, Iii, Esq		
Suite 930		
233 East Bay Street Jacksonville, FL 32202		
DOMESTIC FILING		
NAME: THE WINTER GROUP, 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: Sara Lea - EXT. 1114 EXAMINER'S INITIALS:		

ARTICLES OF INCORPORATION

ED

of

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LECRETARY OF STATE TALLAHASSEE, FLORIDA

THE WINTER GROUP, INC.

(a corporation)

Executed by the undersigned for the purposes of forming a Florida Corporation under Chapter 607, Florida Statues (2002):

ARTICLE I. NAME AND ADDRESS

The name and address of the corporation is:

THE WINTER GROUP, INC. Route 9, Box 778L Lake City, Florida 32024

ARTICLE II. DURATION AND COMMENCEMENT

This corporation shall exist perpetually and shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III. PURPOSES

This corporation is organized for the following purposes:

- 1. To own and operate a residential and commercial construction business including the construction of log homes.
- 2. To hire and/or train personnel to carry out these purposes.
- 3. To rent, lease, purchase and/or own facilities and equipment which are sufficient for the conduct and/or operation of the purposes of the corporation.
- 4. To transact any and all lawful business for which corporations may be incorporated or organized under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of Five Dollar (\$5.00) per share par value common stock which shall be designated common shares, all of which shall be the same class.

ARTICLE V. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of this corporation. The holder of each outstanding common share shall be entitled to one (1) vote per share unless otherwise provided in the By-Laws.

ARTICLE VI. MANAGEMENT

The business of this corporation shall be managed by a Board of Directors chosen by the Shareholders or the Shareholders may elect to have the corporation managed by the Shareholders acting as Directors, in which case the terms shall be used interchangeably herein, pursuant to Chapter 607, Florida Statues (2002).

ARTICLE VIL INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial Registered Agent of this corporation is 233 E. Bay Street, Ste. 930, Jacksonville, Florida 32202, and the name of the initial Registered Agent of this corporation at that address is C. HOLT SMITH, III, ESQUIRE.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially, the number of which may be increased or decreased from time to time according to the By-Laws of this corporation, but shall never be less than one (1) Director. The name and address of the initial Directors of this corporation are:

TRACY A. WINTERS: R

Route 9, Box 788L

Lake City, Florida 32024

ARTICLE IX. INCORPORATOR

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

TRACY A. WINTERS:

Route 9, Box 788L

Lake City, Florida 32024

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 subscribing Incorporator has hereunto set his hand and seal this $\frac{27}{2}$ day October, 2003 for the purpose of forming this corporation under the laws of the State of Florida.

TRACY A. WINTERS

STATE OF FLORIDA · COUNTY OF COLUMBIA

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared TRACY A. WINTER, who executed the foregoing instrument as Incorporator of THE WINTER GROUP, INC., a corporation named herein, and acknowledged before me that he executed the same as such Incorporator, in the name of and on behalf of the said corporation. He is D personally known to me or has produced Florida Oriver Sticense as identification and did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this day of October, 2003.

(SEAL)

Elizabeth O'Neal Commission #DD214325 Expires: May 21, 2007 Bonded Thru Atlantic Bonding Co., Inc.

Votary Public

My Commission Expires:

Typed/printed name of Notary

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

First, that **THE WINTER GROUP, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Lake City, State of Florida, has named C. HOLT SMITH, III, ESQUIRE, located at 233 E. Bay Street, Ste. 930, Jacksonville, Florida 32202, as its Agent to accept service of process within Florida.

THE WINTER GROUP, INC.

TDACWA WDITEDS Desident

DATED: October 27, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUVIES ///

LHOUT MITH, TH, ESQUIRE

Registered Agent

DATED: October 2/2, 2003

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