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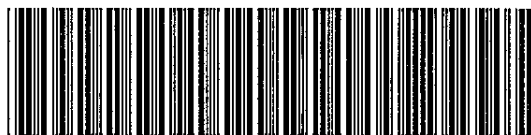
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

C. Casillo JAN 20 2004

TRANSMITTAL LETTER.

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: JAMES ARNOLD FOOTER INCORPORATED
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 \$78.75
Filing Fee Filing Fee
& Certificate of Status

\$78.75 \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Chris A. Arnold, President
Name (Printed or typed)

804 Elinor Way
Address

Sanibel, Florida 33957-6822
City, State & Zip

239-851-3520
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

*ARTICLES OF INCORPORATION
OF
JAMES ARNOLD FOOTER INCORPORATED*

The undersigned do hereby associate themselves for the purpose of forming a corporation under the laws of the State of Florida under the corporate name James Arnold Footer, Inc., and hereby set forth and declare:

CHARTER.

ARTICLE I

The name of the corporation shall be JAMES ARNOLD FOOTER INCORPORATED, located at City of Sanibel, County of Lee, and State of Florida.

ARTICLE II

The purpose of the corporation is to engage in digging foundation for houses or any activity permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The authorized capital stock which the corporation may issue shall be 100 shares of \$1.00 par value common stock, which shall be nonassessable and held, sold and paid for at such time and in such manner as the Board of Directors may from time to time determine.

ARTICLE IV

The corporation shall commence business upon filing with the secretary of State.

ARTICLE V

The corporation shall have perpetual existence, except that the same may be dissolved, as provided by law.

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TALLAHASSEE FLORIDA

ARTICLE VI

The principal place for the transaction of its business shall be 804 Elinor Way, The City Of Sanibel, The County of Lee, in The State of Florida, 33957. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation, may by resolution, designate.

ARTICLE VII

The corporation shall have a Board of Directors of not less than one (1) director, which number may be increased or decreased from time to time. The number of directors each year shall be determined by the shareholders at their annual meeting, unless the number is fixed by the Bylaws.

ARTICLE VIII

The officers by whom the business of said corporation shall be conducted shall be a president, who shall be a Director, a Secretary and a Treasurer. Such other officers, agents and factors shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the Bylaws or determined by the Board of Directors. The name and post office address of the officer who shall conduct the business of the corporation until their successors are elected and qualified shall be:

Chris A. Arnold, President, Secretary and Director
804 Elinor Way
Sanibel, Florida 33957-6822

Barbara M. Lindstrom, Vice - President, Treasurer and Director
804 Elinor Way
Sanibel, Florida 33957-6822

ARTICLE IX

The names and addresses of the incorporators of this corporation are

Chris A. Arnold, Director
804 Elinor Way
Sanibel, Florida 33957-6822

Barbara M. Lindstrom, Director
804 Elinor Way
Sanibel, Florida 33957-6822

ARTICLE X

The amount of indebtedness or liability to which the corporation at any time may be subject itself shall be unlimited.

ARTICLE XI

The street address of the initial registered office of this corporation is 9132 Irving Rd, Fort Myers, Florida 33912, and the name of the initial registered agent of this corporation at that address is Tina Winland.

ARTICLE XII

Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII

The Board of Directors shall adopt the initial Bylaws of this corporation. The Bylaws may be amended from time to time by either the shareholders or directors. The shareholders may amend, alter or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt Bylaws, which would be in conflict with the Bylaws adopted by the shareholders.

ARTICLE XIV

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

ARTICLE XV


The corporation shall indemnify each director and officer of the corporation, whether or not then in office of all cost and expense. The cost and expense incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation must be reasonable. The said expense could include attorney's fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law, and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

ARTICLE XVI

A director or officer of the corporation shall not be disqualified by his office from dealing or contacting with the corporation either as a vendor, purchaser or otherwise. Nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved either (a) by a vote or a majority of a quorum of the Board of Directors, without counting in such majority or quorum any director so interested or member of a firm so interested, or a shareholder, officer, or director of a corporation so interested, or (b) by the written consent, or by the vote of any shareholders meeting of the holders of record, of a majority of all the outstanding shares of stock in the corporation entitled to vote, nor shall any director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract authorized, ratified, or approved as herein provided by reason of the fact that he, or any firm of which he is a member of any corporation of which he is a shareholder, officer, or director, was entered in such transaction or contract. Nothing herein contained shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

IN WITNESS WHEREOF, I the undersigned being the sole incorporator of the Corporation for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certifying that the facts therein stated are true, and accordingly set my hand and seal at Cape Coral, this 28 day of November, 2003.

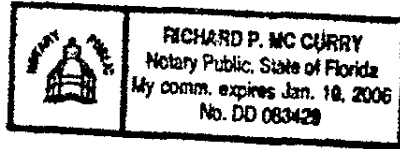

Chris Arnold (Seal)


Barbara Lindstrom (Seal)

(Notary Acknowledgments on Following Page)

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 28th day of November 2003, by Chris Arnold, who is personally known to me or who has produced _____ as identification, who did not take an oath and who made and subscribed to the foregoing Articles of Incorporation, and certifies and acknowledges that he made and executed said certificate for the use and purposes therein expressed.



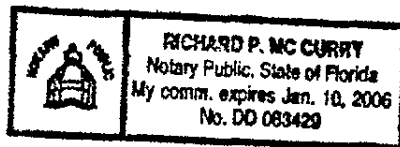
Richard P. Mc Curry

Notary Public

My commission expires: Jan 10, 2006

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 28th day of November 2003, by Chris Arnold, who is personally known to me or who has produced Barbara Lindstrom as identification, who did not take an oath and who made and subscribed to the foregoing Articles of Incorporation, and certifies and acknowledges that he made and executed said certificate for the use and purposes therein expressed.



Richard P. Mc Curry

Notary Public

My commission expires: Jan 10, 2006

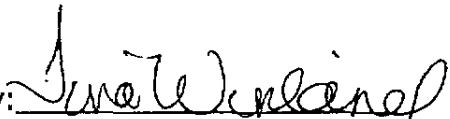
(Registered Agent Acknowledgment on Following page)

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted, in compliance, with said Act:

First that JAMES ARNOLD FOOTER, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Sanibel, County of Lee, State of Florida, has named Tina Winland, located at 9132 Irving Road , City of Fort Myers, County of Lee, State of Florida 33912, 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.

By: 

Tina Winland
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA