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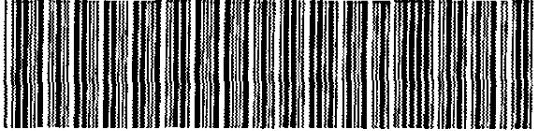
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LAW OFFICES
LEWIS & BERNARD, P.A.
24 N. Market Street, # 500
Jacksonville, Florida 32202

Sidney E. Lewis
Lawrence J. Bernard

Telephone: (904) 355-9003
Fax No.: (904) 350-9823

December 17, 2003

Secretary of State
Division of Corporations
The Capitol
P.O. Box 6327
Tallahassee, Florida 32314

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

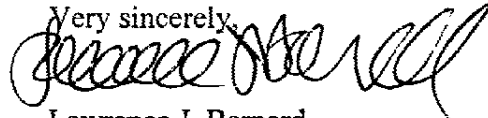
Re: D. M. Smith Builders, Inc., a Florida corporation

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above referenced corporation which are forwarded to you for filing with the State of Florida. Please file same and return to me a stamped copy and letter issuing a Division of Corporations document number. I have included a check in the amount of \$70.00 to cover your filing fees.

Thank you for your kind attention to this matter.

Very sincerely,



Lawrence J. Bernard

LJB:jlh

Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 6, 2004

LAWRENCE J. BERNARD, ESQ.
24 N. MARKET STREET #500
JACKSONVILLE, FL 32202

SUBJECT: D. M. SMITH BUILDERS, INC.
Ref. Number: W04000000495

We have received your document for D. M. SMITH BUILDERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date may be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 004A00000619

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
D. M. SMITH, SR. BUILDERS, INC.,
a Florida corporation

I, the undersigned, do hereby make form a corporation, and for such purpose I hereby make, execute and adopt the following Articles of Incorporation.

ARTICLE ONE
NAME OF CORPORATION AND ADDRESS OF PRINCIPAL OFFICE

The name of this corporation shall be: D. M. SMITH, SR. BUILDERS, INC., a Florida corporation. The address of the principal office of the corporation is 17266 Holmes Mill Avenue, Jacksonville, Florida 32226.

ARTICLE TWO
PURPOSE

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

ARTICLE THREE
DURATION

The term for which this corporation shall exist shall be perpetual commencing on the date of filing in the Secretary of State's Office.

ARTICLE FOUR
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares at One Dollar (\$1.00) par value common stock.

ARTICLE FIVE
INCORPORATORS

The name and address of the person(s) signing these Articles is:

D. M. Smith
17266 Holmes Mill Avenue
Jacksonville, Florida 32226

ARTICLE SIX
BY-LAWS

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

ARTICLE SEVEN
RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite his or her name:

<u>NAME</u>	<u>SHARES</u>
D. M. Smith	100 shares

Shares held by the initial shareholders and subsequent shareholders may not be sold or otherwise transferred to other persons or hypothecated in any manner unless such shares are first offered to the remaining shareholders or to this corporation. Further, the remaining shareholders must first issue their written approval of the prospective buyer as a contingency to the sale of such stock being consummated. The price and terms of which, and the time within which, such shares may be offered and sold may be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE EIGHT
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof at the price at which it is offered to others.

ARTICLE NINE
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 17266 Holmes Mill Avenue, Jacksonville, Florida 32226, and the name of the initial registered agent of this corporation at this address is D. M. Smith.

ARTICLE TEN
INITIAL BOARD OF DIRECTORS

This corporation shall have (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be more than ten. The name and address of the initial director(s) of this corporation is:

D. M. Smith
17266 Holmes Mill Avenue
Jacksonville, Florida 32226

ARTICLE ELEVEN

The names and post office addresses of the officers of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed and have qualified are as follows:

President, Vice-President, Secretary

D. M. Smith
17266 Holmes Mill Avenue
Jacksonville, Florida 32226

ARTICLE TWELVE
SHAREHOLDERS QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.


ARTICLE THIRTEEN
INDEMNIFICATION

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

ARTICLE FOURTEEN
AMENDMENT

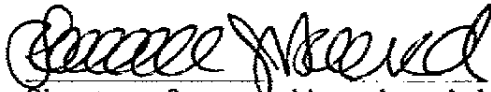
This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of December, 2003.


D. M. Smith

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was sworn to and subscribed before me this 15th day of December, 2003, by D. M. Smith, who has produced Fla. Driver's License as identification.


Signature of person taking acknowledgment
Lawrence J. Bernard
Printed name of person taking acknowledgment



Lawrence J. Bernard
MY COMMISSION # DD089705 EXPIRES
April 30, 2006
BONDED THRU TROY FARM INSURANCE, INC.

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: First, that D.M. SMITH, SR. BUILDERS, INC a Florida corporation, 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 Jacksonville, County of Duval, State of Florida, has named D. M. Smith, 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 the 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 office open.



D. M. Smith

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