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(Requestor's Name)

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(City/State/Zip/Phone #)

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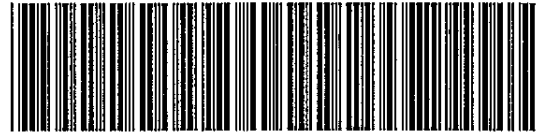
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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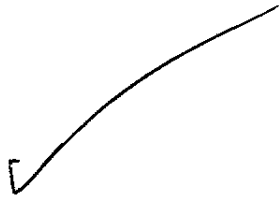
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Law Firm of
Edward R. Gay, P.A.

1516 EAST CONCORD STREET • ORLANDO, FLORIDA 32803-5459 • (407) 898-1871 • FAX (407) 897-7042

February 2, 2004

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Etchison Masonry, Inc.

Dear Division of Corporations:

I have enclosed Articles of Incorporation for above-named corporation. I have also enclosed a trust account check for \$70.00 which represents \$35.00 for the filing fee and \$35.00 for Registered Agent designation which has been incorporated into the Articles of Incorporation.

Please provide a receipt and certification information to my office address as stated above.

Thank you for your prompt attention and cooperation in this regard.

Sincerely,

A handwritten signature in black ink, appearing to be "E. R. Gay", written in a cursive style.

Edward R. Gay

ERG/peg
Enclosures

ETCHISON MASONRY, INC.

ARTICLES OF INCORPORATION

FIRST: The name of the Corporation is Etchison Masonry, Inc.

SECOND: The general nature of the business to be transacted is to do all things mentioned herein, to wit:

**BRICK LAYING AND BLOCK LAYING OF RESIDENTIAL AND SMALL
COMMERCIAL HOUSES.**

To acquire by purchase, subscription, or otherwise, and to hold either as an investment or otherwise any bonds or evidence of indebtedness or other securities, or shares of capital stock created or issued by any other corporation, associations, or associations of the State of Florida, or any other State, Territory, or Country.

To purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of and to deal in any bonds or evidence of indebtedness or other securities, created or issued by any other corporation or corporations, association or associations of the State of Florida, or of any other State, Territory, or Country, and while the owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote thereon.

To aid in any manner any corporation or corporations, association or associations, of which any bonds or evidence of indebtedness or other securities or shares of stock are held by the Corporation, and to do any acts or things necessary, expedient or calculated to protect, preserve, improve, or enhance the value of any such bonds, or other securities, or other evidence of indebtedness or shares of stock.

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CLERK OF STATE
TALLAHASSEE FL 32301

To take, acquire, purchase, own, hold, rent, lease, mortgage, sell, exchange, improve, cultivate, develop, and otherwise to deal in and dispose of all property, real or personal, of every description that may be necessary to transaction of its business, or incident to, or capable of being used in connection with the aforesaid business or any of them.

To buy, sell, trade, exchange, or otherwise deal in any and all kinds of manufactured articles, new materials, and any other goods whatsoever, including trucking, warehousing, and storage, as well as engage in any products.

To buy, sell, and lease lands and interest in lands, including improvements and development of all types.

To borrow money and contract debts which may be necessary for the transaction of business and for the exercise of its corporate rights, privileges, or for any other lawful purpose of the Corporation. To issue: bonds, promissory notes, bills of exchange, debentures, or other obligations and evidence of indebtedness payable at a specific time or times or upon the happening of a specific event secured by mortgage, pledge, or otherwise.

To enter into, make, and perform contracts of every kind and for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation, town, city, county, State, territory, or government, and to carry on its operations, within the State of Florida or elsewhere, without restrictions as to place and amount.

THIRD: The maximum number of shares of stock the Corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) shares without par value.

FOURTH: The amount of capital with which the Corporation shall begin business is SIX HUNDRED DOLLARS (\$600.00).

FIFTH: The Corporation shall have perpetual existence.

SIXTH: The post office address of the registered principal office of the Corporation is:
1357 Susannah Blvd., Orlando, FL 32803.

SEVENTH: The number of directors shall be a minimum of two (2) and a maximum of four (4).

EIGHTH: The name and post office address of the First Board of Directors and Officers is:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
John T. Etchison	President/Treasurer	1357 Susannah Blvd. Orlando, FL 32803
Samantha Etchison	Vice-President/Secretary	1357 Susannah Blvd. Orlando, FL 32803

NINTH: The name and post office address of the Incorporators to the Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
John T. Etchison	President/Treasurer 1357 Susannah Blvd. Orlando, FL 32803
Samantha Etchison	Vice-President/Secretary 1357 Susannah Blvd. Orlando, FL 32803

TENTH: The name and initial stockholder and number of shares of stock which shall be initially distributed is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>#SHARES</u>	<u>VALUE</u>
John T. Etchison	1357 Susannah Blvd. Orlando, FL 32803	80	\$480.00
Samantha Etchison	1357 Susannah Blvd. Orlando, FL 32803	20	\$120.00

ELEVENTH: The name of the Registered Resident Agent empowered to receive service of process and corporate notices of any nature shall be: John T. Etchison, 1357 Susannah Blvd., Orlando, FL 32803.

TWELFTH: Option of the Corporation to Purchase

(A) No Shareholder shall encumber or dispose of any part of his stock in this Corporation, now owned or hereafter acquired by him without the written consent of all other Shareholders, or in absence of the same, by written notice by certified mail of his intention to make such encumbrance or disposition. Within thirty (30) days after receipt of said notice a meeting shall be called by the Corporation at its principal place of business.

The notice of said meeting shall be given to each Shareholder not less than ten (10) days prior to the said meeting and specify the time and date.

At the meeting, any stock that is desired to be encumbered or disposed of shall be offered for sale and shall be subject to an option to purchase, which if exercised, will be exercised at that meeting. At the time of the submission of the written notice of intent the Shareholder who submits the notice is required to define the price of the stock for sale. If the corporation, through its other Shareholders do not agree on the price then the price will be determined by appraisal. If the parties do not agree on an appraiser the Shareholder who submitted his notice of intent and the corporation, through its remaining Shareholders, must each choose their own appraiser; if the value difference between the two appraisers are less than ten (10%) percent the average will be the price; if the value difference is greater than ten (10%) a third appraiser chosen by the first two appraisers will make an appraisal and the price will be the average of the two closest appraisals.

The price will be payable as follows: initial payment of twenty-five (25%) within sixty (60) days after the option is exercised with the remaining balance payable over five (5) years, amortized monthly over five (5) years with the first monthly payment due thirty (30) days from the date of initial payment and payments the following months in like manner. Interest on the balance shall be assessed at one percent (1%) over the prime rate as determined and adjusted yearly on the anniversary date of the first monthly payment with no prepayment penalty. The definition of encumbrance shall include any Judgment rendered against a Shareholder individually, or the filing of a bankruptcy.

(B) That upon the death of any of the Shareholders to this agreement, the Corporation shall have the right to purchase all the rights and interest in the shares of stock of ETCHISON MASONRY, INC. that the deceased has. That right will be exercised by serving written notice of such exercise upon the personal representative of the estate of the deceased party within thirty (30) days of the order of Probate Court qualifying said party's personal representative or upon the next survivor as defined by Florida Statute in the event that probate is not authorized or warranted.

The price of the stock shall be determined as follows: If the corporation and the Personal Representative or next survivor cannot agree on a price there will be an appraisal. If these parties do not agree on an appraiser each will choose their own. If the value difference between the two appraisers are less than ten (10%) percent the average will be the price; if the value difference is greater than ten (10%) percent a third appraiser chosen by the first two appraisers will make an appraisal and the price will be the average of the two closest appraisals.

The price shall be payable by tendering in cash an initial payment of twenty-five (25%) percent of sales price within sixty (60) days of the exercise of the right.

The balance shall be payable monthly over five (5) years, amortized monthly over five (5) years with the first payment due sixty (60) days from the date of the initial payment and payments the following months in like manner.

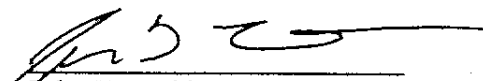
Interest on the balance shall accrue at one percent (1%) over prime as determined and adjusted on the anniversary date of the first monthly payment with no prepayment penalty.

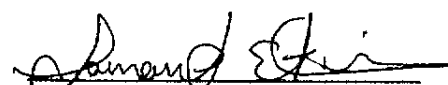
(C) That each share of stock will have conspicuous language evidencing the fact that these rights exist. Furthermore, in determining book value, any executory contract shall be included.

(D) In the event that paragraphs A or B are utilized the remaining or surviving Shareholders shall have the option to purchase based on their pro-rata interest.

THIRTEENTH: The issuance of stock to Samantha Etchison is conditional. That is, while Samantha Etchison obtains ownership of twenty (20%) percent at the time of the execution of this Agreement with all rights and benefits thereto there is a possibility of reverter. The twenty percent interest will revert back to the corporation one year from the date of execution of this Agreement in the event that Samantha Etchison does not pay the total sum of twenty percent of the start-up costs for the corporation to John T. Etchison. Samantha Etchison agrees to execute and deliver stock certificates representing her twenty percent interest to John T. Etchison in the event she fails to meet this obligation.

IN TESTIMONY WHEREOF, I, the undersigned, have set my hand and affixed my seal this 3rd day of January, 2004.


John T. Etchison


Samantha Etchison


STATE OF FLORIDA
COUNTY OF ORANGE

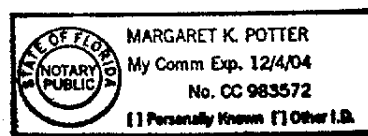
BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared JOHN T. ETCHISON,

_____ who is personally known;
30 _____ who is not known to me but who produced a
Florida DA PCN 124061 7372
as identification;
_____ who did take an oath;
_____ who did not take an oath;

who after being sworn by me, deposes and says that he has read the contents and they are true and correct.

SWORN TO AND SUBSCRIBED this 3rd day of January, 2004.


Notary Public
My Commission Expires



STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared SAMANTHA ETCHISON,

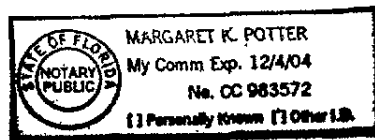
_____ who is personally known;
5 _____ who is not known to me but who produced a
FLDA 3227 790 63 7870
as identification;

_____ who did take an oath;
_____ who did not take an oath;

who after being sworn by me, deposes and says that he has read the contents and they are true and correct.

SWORN TO AND SUBSCRIBED this 30th day of January, 2004,

Margaret K. Potter
Notary Public
My Commission Expires



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TALLAHASSEE, FL

**CERTIFICATE DESIGNATING REGISTERED AGENT OR REGISTERED
OFFICE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA**

In compliance with Chapter 607.037, Florida Statutes, the following is submitted:

First: That **Etchison Masonry, Inc.**, with its principal place of business at **1357
Susannah Blvd., Orlando, FL 32803** has named John T. Etchison as Registered Agent,
whose street address is **1357 Susannah Blvd., Orlando, FL 32803**.

DATE: 1/30/04

John T. Etchison
Registered Agent