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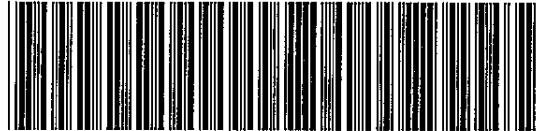
(Business Entity Name)

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MAR 10 AM 11:34  
TALLAHASSEE, FLORIDA

**HODGES & CARLE, P. A.**

ATTORNEYS AT LAW

38410 NORTH AVENUE

POST OFFICE BOX 548

**ZEPHYRHILLS, FLORIDA 33539-0548**

STEPHEN D. CARLE

BOARD CERTIFIED

WILLS, TRUSTS & ESTATES LAWYER

RAYMOND H. HODGES

(1915-1999)

TELEPHONE 782-7196

FAX 782-1026

AREA CODE 813

March 3, 2004

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32301-6327

In Re: Incorporation of HOMESITE DEVELOPMENT & REAL ESTATE  
INVESTMENTS, INC.

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Gentlemen:

Enclosed is the original of the Articles of Incorporation. A check for \$70.00 for filing is enclosed.

Very truly yours,



STEPHEN D. CARLE

SDC:hb

Enclosures

FILED

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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HOMESITE DEVELOPMENT & REAL ESTATE INVESTMENTS, INC.

The undersigned, being qualified to act as incorporators under the Florida General Corporation Act, adopt the following Articles of Incorporation for the purpose of organizing a Corporation under the Act:

1. The name of the Corporation is:

HOMESITE DEVELOPMENT & REAL ESTATE INVESTMENTS, INC.

2. The duration of the Corporation is perpetual.

3. The street address of the registered office and of the principal office of the Corporation in the State of Florida shall be 14848 Ramsey Road, Dade City, Florida 33523, and the name of the Registered Agent at such address is TONI L. BRIGMON.

4. The Corporation is to be for profit.

5. The purposes for which the Corporation is organized are:

To develop and sell real estate and to engage in related and unrelated business activities;

To do any or all of the things herein set forth, and all things usual, necessary or proper in furtherance of or incidental to said business, to the same extent as natural persons might or could do in any part of the world, at wholesale or retail, as principal, agent, contractor, trustee or otherwise, and either alone or in company with others;

To carry on any other business, whether selling, manufacturing or otherwise, and to do all things not forbidden by the laws of the State of Florida, provided, however, that the Corporation is not being formed for any purpose which requires compliance with statutory provisions not a part of the Act which govern the formation of corporations and is not being organized for a purpose or purposes which require authorization under the laws or statutory regulations of the State of Florida by any office or commission other than the Office of the Secretary of State;

To be vested with all the rights and powers now or hereafter conferred upon such corporations by the laws of the State, of Florida;

But if this Corporation shall undertake to do any of the things hereinbefore set forth in any state other than Florida, in the District of Columbia, in any territory, colony, or dependency of the United States, or in any foreign country or in any colony or dependency thereof, then as to such jurisdictions, and each of them, this Corporation shall be deemed to have such powers only insofar as such jurisdictions respectively permit corporations within their several respective jurisdictions to execute such powers.

6. The maximum number of shares that the Corporation is authorized to issue is one thousand (1,000) shares, all without par value. Such shares shall be of one class and shall be designated common shares.

7. The initial Board of Directors shall contain two Directors whose names and addresses follow:

TONI L. BRIGMON	STEVEN T. SCHAEFER
14848 Ramsey Road	14848 Ramsey Road
Dade City, FL 33523	Dade City, FL 33523

8. The names and addresss of the incorporators are:

TONI L. BRIGMON	STEVEN T. SCHAEFER
14848 Ramsey Road	14848 Ramsey Road
Dade City, FL 33523	Dade City, FL 33523

This Corporation shall enjoy and be subject to such benefits, privileges and immunities and such restrictions, liabilities and obligations as are provided with respect to corporations for profit generally by the laws of the land and which are held applicable to corporations for profit organized under the Florida General Corporation Act.

EXECUTED This 8th day of MARCH, 2004.

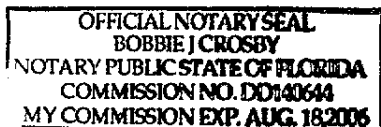
Toni L. Brigmon  
TONI L. BRIGMON

Steven T. Schaefer  
STEVEN T. SCHAEFER  
INCORPORATORS

STATE OF FLORIDA )

COUNTY OF PASCO )

The foregoing instrument was acknowledged before me this 8th day of MARCH, 2004, by TONI L. BRIGMON,  
[ ] who is personally known to me, OR  
[X] who has produced a FL Driver License as identification.



Bobbie J. Crosby  
Signature of Notary Public  
BOBBIE J. CROSBY  
Typed/Printed Name of Notary Public  
NOTARY PUBLIC

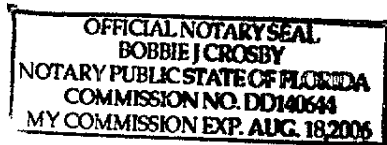
Serial Number (if any)

My commission expires: \_\_\_\_\_

STATE OF FLORIDA )

COUNTY OF PASCO )

The foregoing instrument was acknowledged before me this  
8th day of MARCH, 2004, by STEVEN T. SCHAEFER,  
[ ] who is personally known to me, OR  
[X ] who has produced a FL Driver License as identification.



Bobbie J. Crosby  
Signature of Notary Public

BOBBIE J. CROSBY  
Typed/Printed Name of Notary Public  
NOTARY PUBLIC

Serial Number (if any)

My commission expires: \_\_\_\_\_

Acceptance of Designation as Registered Agent

The undersigned hereby accepts designation as Registered Agent of HOMESITE DEVELOPMENT & REAL ESTATE INVESTMENTS, INC., and acknowledges that the undersigned is familiar with and accepts the obligations provided for registered agents under Florida law this  
8th day of MARCH, 2004.

Toni L. Brigmon  
TONI L. BRIGMON