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Richard C. Peper, Jr., P.A. Attorney at Law

(904) 646-2600 FAX (904) 646-2900 E-MAIL: RCPJR@aol.com 8833 PERIMETER PARK BOULEVARD SUITE 602 JACKSONVILLE, FLORIDA 32216

March 31, 2004

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: TOTAL CUSTOM CONSTRUCTION, INC.

Dear Sir:

Enclosed are the original and one copy of the Articles of Incorporation for the abovenamed new corporation for filing with the State of Florida. Also enclosed is my check in the amount of \$78.75 for the filing fee.

Please note that Mr. Eric Hearn has a reservation on this name with the intention of utilizing it for this corporation.

Please file the Articles and return the certificate and a certified copy of the Articles to me at your earliest convenience and if you should have any questions please don't hesitate to contact me.

Sincerely,

Richard C. Peper, Jr

RCP/amm Enclosures

ARTICLES OF INCORPORATION

of

TOTAL CUSTOM CONSTRUCTION, INC.

ARTICLE I NAME AND PRINCIPAL OFFICE

The name of this corporation is:

TOTAL CUSTOM CONSTRUCTION, INC.

The principal office and mailing address for this corporation shall be:

1976 Big Branch Road, Middleburg, Florida 32068.

ARTICLE II DURATION

This corporation shall exist perpetually.

ARTICLE III PURPOSE

This corporation is organized for the purpose of conducting any and all lawful business in the State of Florida.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value common stock.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8833 Perimeter Park Blvd., Suite 602, Jacksonville, Florida 32216, and the name of the initial registered agent of this corporation at that address is RICHARD C. PEPER, JR.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have two initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

ERIC HEARN PRESIDENT

1796 Big Branch Road, Middleburg, FL 32068

JANICE HEARN SECRETARY/ TREASURER

1796 Big Branch Road, Middleburg, FL 32068

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles is: **RICHARD C. PEPER, JR.**8833 Perimeter Park Blvd., Suite 602
Jacksonville, Florida 32216

ARTICLE VIII 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 IX INITIAL ISSUE AND TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

JANICE HEARN 50 SHARES ERIC HEARN 50 SHARES

ARTICLE X OFFICERS

The name and post office address of the officer of this corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed and have qualified is as follows:

PRESIDENT: Eric Hearn, 1796 Big Branch Road, Middleburg, FL 32068

SECRETARY/ TREASURER: Janice Hearn, 1796 Big Branch Road, Middleburg, FL 32068

ARTICLE XI POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XII INDEMNIFICATION

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

ARTICLE XIII 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 3\0^3 day of March, 2004.

RICHARD C. PEPER, JR. / REGISTERES ASE.

STATE OF FLORIDA COUNTY OF DUVAL

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD C. PEPER, JR., known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein described.

WITNESS my hand and official seal this Bio day of March, 2004, at Jacksonville, Duval County, Florida.

NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

DIANNE B. HARTLEY
MY COMMISSION # DD 246338
MY COMMISSION # DD 246338
EXPIRES: December 22, 2007
EXPIRES: December 22, 2007
Bonded Thru Netary Public Underwriters

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