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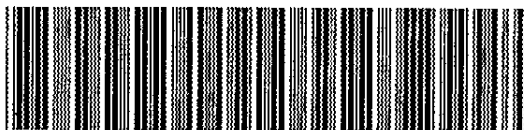
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CLAYTON K. ELLIS, P.A.

ATTORNEY & COUNSELOR AT LAW

1531 SE 36th Avenue Suite B
Ocala, FL 34471

(352) 671-9393
Fax (352) 671-9394

May 11, 2004

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

RE: CossTown Homes Construction Company, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above referenced proposed Florida corporation. Also enclosed is a check in the amount of \$70.00, representing the fees for filing and registered agent designation.

Thank you for your prompt attention to this matter.

Sincerely,

CLAYTON K. ELLIS, P.A.

By: 
Clayton K. Ellis

Enclosures

cc: Mr. Lance Hill

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
CROSSTOWN HOMES CONSTRUCTION COMPANY, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

Name

The name of this Corporation shall be CrossTown Homes Construction Company, Inc.

ARTICLE II

Nature of Business

This Corporation may engage or transact in any activity or business permitted under the laws of the United States of America, of the State of Florida, or any other state, county, territory, or nation.

ARTICLE III

Shares

The total number of shares of stock that this corporation is authorized to have outstanding at any one time is: Seven Thousand Five Hundred (7,500).

ARTICLE IV

Existence of Corporation

This Corporation shall have perpetual existence.

ARTICLE V

Beginning of Corporate Existence

The effective date of this Corporation shall be the date these Articles of Incorporation are received and filed of record with the Secretary of State.

ARTICLE VI

Principal Office

The initial street address of the principal office of this Corporation shall be located at 2314 N.E. 29th Terrace, Suite A, Ocala, Florida 34470. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

Board of Directors

This Corporation shall have two (2) Directors, initially. The number of Directors may be increased or decreased from time to time, by By-Laws adopted by the Stockholders, but shall never be less than two (2) Directors.

ARTICLE VIII

Initial Directors

The name and street address of the initial Directors are: Lance N. Hill, 2314 N.E. 29th Terrace, Suite A, Ocala, Florida 34470 and James T. Hill, 2314 N.E. 29th Terrace, Suite A, Ocala, Florida 34470.

ARTICLE IX

Incorporator

The name and address of the incorporator to these Articles of Incorporation is: Lance N.

Hill, 2314 N.E. 29th Terrace, Suite A, Ocala, Florida 34470.

ARTICLE X

Amendment

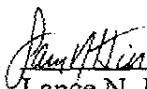
These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

ARTICLE XI

Registered Agent and Registered Office

The name and address of the Registered Agent and the Registered Office to accept service of process within the State of Florida is: Lance N. Hill, 2314 N.E. 29th Terrace, Suite A, Ocala, Florida 34470.

IN WITNESS WHEREOF, I, Lance N. Hill, the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated this 10th day of May, 2004.



Lance N. Hill, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement designating the registered office/ registered agent, in the state of Florida.

1. The name of the corporation is: CrossTown Homes Construction Company, Inc.
2. The name and address of the registered agent and office is:

Lance N. Hill
2314 N.E. 29th Terrace, Suite A
Ocala, Florida 34470

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Lance N. Hill

5-10-04
Date

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