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KATHY PROSSER

707 South First Street, Unit 301 Jacksonville Beach, Florida 32250 (904 241-2924

June 9, 2004

Mr. Tim Burch Document Specialist Department of State Post Office Box 6327 Tallahassee, Florida 32314

Re: ZEBOUNI GENERAL CONTRACTOR, INC.

Dear Mr. Burch:

Enclosed please find two signed copies of Articles of Incorporation. I decided it would be easier to retype than to change everything! Please return one copy of the Articles to me after filing.

Thanks for your help, and if there's any problem, please call me at (904) 241-2924.

Yours very pruly,

Katheryn S. Prosser



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

May 28, 2004

KATHY PROSSER 707 1ST ST S APT 301 JACKSONVILLE BEACH, FL 32250

SUBJECT: NADEEM G. ZEBOUNI, INC.

Ref. Number: W04000020896

We have received your document for NADEEM G. ZEBOUNI, 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.

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) 245-6928.

Tim Burch Document Specialist New Filings Section

Letter Number: 604A00037449

ARTICLES OF INCORPORATION OF ZEBOUNI GENERAL CONTRACTOR, INC.

FILED 04 JUN 14 PM 1: 02

ARTICLE I: The name of this corporation Allis Szebount

ARTICLE II: This corporation shall have perpetual existence.

ARTICLE III: This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE IV: The maximum number and class of shares of capital stock which this corporation is authorized to have outstanding is one hundred shares of common capital stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V: The initial principal office of this corporation shall be at, 200 Executive Way, Suite 216, Ponte Vedra Beach, Florida 32082, and the name of the corporation's initial registered agent at that address is NADEEM G. ZEBOUNI.

MRTICLE VI: Initially, this corporation shall have one member on the Board of Directors, and the corporation shall have the authority to operate with not less than one member on the Board of Directors. The following the name and address of the initial member of the Board of Directors:

NADEEM G. ZEBOUNI 200 Executive Way, Suite 216 Ponte Vedra Beach, Florida 32082

ARTICLE VII: The name and street address of the person signing these Articles of Incorporation as a subscriber are as follows:

NADEEM G. ZEBOUNI 200 Executive Way, Suite 216 Ponte Vedra Beach, Florida 32082

ARTICLE VIII: The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX: The Directors of this corporation shall take action by written consent, as provided by law.

ARTICLE X: The Board of Directors is authorized, with the approval of the shareholders, to issue "Section 1244 Stock" as

defined by Section 1244 of the Internal Revenue Code as the same may be amended from time-to-time.

ARTICLE XI: The 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 shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, being the original subscriber named herein for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly, has hereunto set his/her hand and seal this 10 day of June, 2004.

NADREM G. ZEBOUNI (SEAL)

STATE OF FLORIDA COUNTY OF DUVAL

The foregoing instrument was acknowledged before me by NADEEM G. ZEBOUNI, who is personally known to me or presented __ a Florida driver's license or __ as identification, and acknowledged to and before me that (s)he signed the foregoing Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this /UE day of June, 2004.

NOTARY PUBLIC

KATHERYN S. PROSSER
MY COMMISSION # DD 153796
EXPIRES: January 17, 2007
Booded Thru Budget Notary Services

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

IN COMPLIANCE WITH SECTION 48-091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, that ZEBOUNI GENERAL CONTRACTOR, INC., desiring to organize or qualify under the Laws of the State of Florida as a corporation, with its principal place of business at 200 Executive Way, Suite 216, Ponte Vedra Beach, Florida 32082, County of Duval, State of Florida, as indicated in the Articles of Incorporation, has named NADEEM G. ZEBOUNI, 200 Executive Way, Suite 216, Ponte Vedra Beach, Florida 32082, as its agent to accept service of process within the State of Florida.

Dated June ____, 2004

ACKNOWLEDGMENT

ZEBOUNI

Having been named to accept service of process for the above named corporation at the place designated in the Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes and acts relative to keeping open said office and with all provisions of all statutes and acts relative to the proper and complete performance of my duties.

Dated June , 2004

NADEEM G. ZEBOUNI