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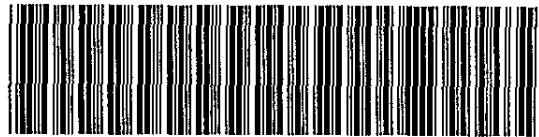
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2004 SEP 22 A 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICE OF

Edward B. Galante

Attorney and Counselor
at Law



516 Camden Avenue, Stuart, Florida 34994

EDWARD B. GALANTE, P.A.

Tel.: (561) 283-2412
Fax: (561) 283-2419

20 September 2004

Florida Secretary of State
Domestic Corporation Filings Section
Post Office Box 6327
Tallahassee, Florida 32314

Attn: New Filings

Re: Quality Custom Homes Corporation

Dear Secretary,

Submitted herewith for filing are the articles of incorporation and designation of resident agent for the abovenamed corporation.

Enclosed is a check for \$78.75 to cover the filing fee and certified copy.

Please notify my office by regular mail of the date and file number of this filing and return all correspondence and documents to me, please.

If you require anything further, please contact me *directly* before returning any documents.

Thank you.

Respectfully yours,

Frederick Graves, Esq.

c.c. Ray & Hope Eliot-Rice

Articles of Incorporation
of
Quality Custom Homes Corporation

FILED

The undersigned, acting as general incorporator under statutory provisions of the Florida General Corporation Act (Chapter 607, Florida Statutes) hereby declares, adopts, ratifies, and gives notice of the following articles of incorporation:

2004 SEP 20 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: Name and Principal Place of Business

The name of this corporation is Quality Custom Homes Corporation. The initial principal place of business shall be 903 Southeast Ocean Road, Stuart, Florida 34996 (772-283-2791).

ARTICLE II: Commencement and Duration

This Corporation shall commence in existence on date of filing with the Secretary of State and shall exist perpetually thereafter or until sooner terminated by lawful act of its shareholders and directors.

ARTICLE III: Purpose

The purpose for which this corporation is organized is to engage in any activity permitted to for-profit corporations having their principal offices in this State, particularly but not limited to engaging in the business of building, renovating, upgrading, and remodeling residential properties.

ARTICLE IV: Authorized Shares

1. Number. The aggregate number of shares that the corporation shall have the authority to initially issue is 100,000 shares of capital stock with a par value of one cent (\$0.01) per share.

2. Subscriptions. Ray Eliot-Rice and Hope E. Eliot-Rice, his wife, of 903 Southeast Ocean Road, Stuart, Florida 34996, having given good and sufficient consideration therefor in the form of \$1,000 cash and valuable services rendered to the corporation prior to the date hereof, have subscribed and do subscribe for the acquisition of 1,000 shares of the new corporation to be held by them as tenants by the entireties.

3. Stated Capital. The sum par value of all shares of capital stock of the corporation that shall have been issued at any particular time shall be the stated capital of the corporation on the books at any such time.

ARTICLE V: Registered Agent

The initial registered agent of the Corporation is: Frederick Graves, Esq., whose business address at which he will accept service of process for the corporation is 516 Camden Avenue, Stuart, Florida 34994 (772-288-9880), and his acceptance of appointment is filed herewith and made a part hereof by reference.

ARTICLE VI: Number of Directors

The number of duly elected directors of this corporation shall be not less than two.

ARTICLE VII: Incorporation Director

The name and address of the persons who shall serve as incorporation directors are Ray Eliot-Rice and Hope E. Eliot-Rice of 903 Southeast Ocean Road, Stuart, Florida 34996, who shall serve in the capacity of temporary directors until the organizational meeting, at which meeting they shall by resolution duly appoint a president *pro temp* and a secretary *pro temp* who shall by their authority and at their direction issue subscribed shares of the corporation's common stock for value received, whereupon the new shareholders shall determine duly elected directors to serve and hold office thereafter in accordance with Florida Law, these articles, and the by-laws of the corporation. Upon taking office, the duly elected directors shall ratify all prior acts of the incorporator and accept the immediate resignation of the incorporation directors, who shall thereafter have no further powers or obligations.

ARTICLE VIII: Incorporator

The name and address of the incorporator are Frederick Graves, Esq. of 516 Camden Avenue, Stuart, Florida 34994 (772-288-9880).

ARTICLE IX: Amendment of Articles

The shareholders shall have power to adopt, amend, or repeal these articles of incorporation when proposed and approved at a duly noticed shareholders meeting.

ARTICLE X: Pre-Emptive Rights

Shareholders shall have no pre-emptive rights to purchase additional shares except upon subsequent resolution of the board of directors.

ARTICLE XI: Cumulative Voting

Shareholders shall vote their shares directly; i.e., there shall be no cumulative voting of shares.

IN WITNESS WHEREOF the undersigned incorporator declares these Articles of Incorporation for Quality Custom Homes Corporation, hereunder setting his hand and giving his further affidavit of this declaration the 20 day of September 2004.


Frederick Graves, Esq., Incorporator

STATE OF FLORIDA]
COUNTY OF MARTIN |

BEFORE ME, the undersigned authority, personally appeared Frederick Graves, Esq. who, being by me first duly sworn or affirmed and identified in accordance with Florida law as the person described hereinabove as incorporator, did execute the foregoing in my presence as incorporator for Quality Custom Homes Corporation

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal the date last hereinbefore appearing.

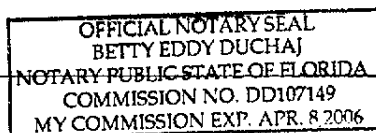
SWORN TO or affirmed and signed before me this 20 day of September 2004.


Notary Public

(☒) Personally Known

() Produced Identification

Type of identification produced: _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR

THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said Act:

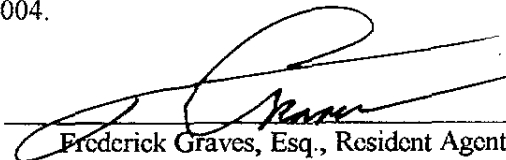
WITNESSETH that *Quality Custom Homes Corporation* desiring to organize under the laws of the State of Florida has named its registered agent to accept service of process within this State and its principal office as indicated in the Articles of Incorporation as: Frederick Graves, Esq., whose business address at which he will accept service of process for the corporation is 516 Camden Avenue, Stuart, Florida 34994.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the abovenamed corporation at the place designated in this certificate, I hereby accept such appointment to act in this capacity effective the date last herein appearing and agree to comply with the provisions of said act relative to keeping open said office.

I understand and accept the obligations of registered agents as provided for in §607.325 Florida Statutes.

EXECUTED this 20 day of September 2004.


Frederick Graves, Esq., Resident Agent

STATE OF FLORIDA |
COUNTY OF MARTIN |

BEFORE ME personally appeared Frederick Graves, Esq. who, being by me first duly sworn or affirmed and identified by Florida Drivers License, did execute the foregoing in my presence as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Stuart, Florida the date last hereinbelow appearing.

SWORN TO or affirmed and signed before me this 20 day of September 2004.


Notary Public

☒ Personally Known

☐ Produced Identification

Type of identification produced: _____

