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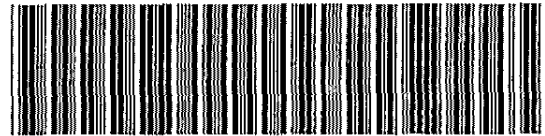
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ex 10/5

ANDREWS & DAVIS
ATTORNEYS AT LAW
THE PROFESSIONAL BUILDING
694 BALDWIN AVENUE, SUITE 1
POST OFFICE BOX 705
DeFuniak Springs, Florida 32435

ANGUS G. ANDREWS
MARK D. DAVIS

TELEPHONE (850) 892-5838
FACSIMILE (850) 892-5837

September 23, 2004

TRANSMITTAL LETTER

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

SUBJECT: CONOSOLIDATED PROPERTIES OF WALTON COUNTY, INC.

FROM:

Mark D. Davis
Andrews & Davis
694 Baldwin Avenue, Suite 1
Post Office Box 705
DeFuniak Springs, Florida 32435

For further information concerning this matter, please call Mark D. Davis at (850) 892-5838.

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for: \$87.50 for Filing Fee, Certificate of Status & Certified Copy

Regards,



Mark D. Davis
Andrews & Davis

FILED
04 OCT -4 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CONSOLIDATED PROPERTIES OF WALTON COUNTY, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: CONSOLIDATED PROPERTIES OF WALTON COUNTY, INC.

ARTICLE II

The street address of the principal office of the Corporation is: 663 Highway 90 West, DeFuniak Springs, Florida 32435.

ARTICLE III

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons.

ARTICLE IV

The initial street address of the Corporation's registered office is: 694 Baldwin Avenue, Suite 1, DeFuniak Springs, Florida, 32435. The initial registered agent for the Corporation at that address is: Mark D. Davis, Attorney at Law.

ARTICLE V

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Names	Addresses
R. Bruce Butts	730 Circle Drive DeFuniak Springs, Florida 32435

Arthur W. Frizzell

580 Twin Lakes Drive
DeFuniak Springs, Florida 32435

ARTICLE VI

The name and street address of the person signing these articles of incorporation is:

Name

Address


Arthur W. Frizzell

580 Twin Lakes Drive
DeFuniak Springs, Florida 32435

ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

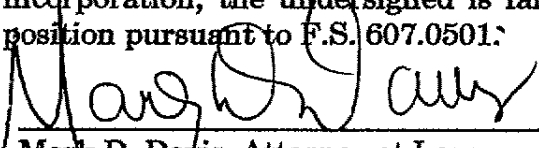
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.


Arthur W. Frizzell
Incorporator


Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CONSOLIDATED PROPERTIES OF WALTON COUNTY, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501:


Mark D. Davis, Attorney at Law
Registered Agent


Date