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(Requestor's Name)

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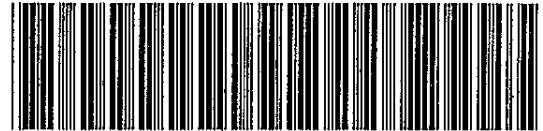
(Business Entity Name)

(Document Number)

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104-33201

Dudley P. Hardy, P.A.
Attorney at Law

Post Office Drawer 1030 ■ 403 W. Georgia Street ■ Starke, Florida 32091
(904)964-5701 ↔ Fax: (904)•964-2304 ■ e-mail: dudleyph@techcomm.net

August 26, 2004

STATE OF FLORIDA
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

RE: HERITAGE HOME BUILDERS, INC.

To Whom It May Concern:

Enclosed for filing is the original and one (1) copy of Articles Of Incorporation and Certificate For Designation and Acceptance by Registered Agent on the above. Also enclosed is my check in the amount of \$70.00 for payment of the following:

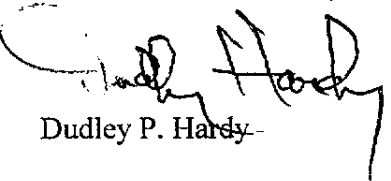
1.	Filing Fee for Articles Of Incorporation	\$35.00
2.	Filing Fee for Designation And Acceptance by Registered Agent	<u>\$35.00</u>
Total:		\$70.00

Please notify me when the Articles Of Incorporation are filed.

I appreciate your anticipated cooperation.

Sincerely,

DUDLEY P. HARDY, P.A.


Dudley P. Hardy

DPH/kem
Enclosure as stated

FILED
06 OCT 13 PM 12:42
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION FOR

HERITAGE HOMES OF NORTH FLORIDA, INC.

The undersigned incorporators of these Articles Of Incorporation, each a natural person competent to contract, hereby subscribe themselves to these Articles Of Incorporation under the laws of the State of Florida.

Article I - Name

The name of this Corporation is: HERITAGE HOMES OF NORTH FLORIDA, INC.

Article II - Purpose

This Corporation is organized for the purpose of transacting any or all lawful business as provided for in §607.0302, Florida Statutes.

Article III - Capital Stock

This Corporation is authorized to issue 1000 shares of One and No/100's Dollars (\$1.00) par value common stock.

Article IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which they already hold, shall have the right to purchase his or her pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Principal Office

The street address of the principal office of this Corporation is 3050 SE 50th St. Keystone Heights, FL 32656; the mailing address is the same.

Article VI- Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is: 403 West Georgia Street, Starke, Florida 32091; the mailing address is P.O. Drawer 1030, Starke, Florida 32091. The name of the initial registered agent of this Corporation at this address is Dudley P. Hardy.

Article VII - Incorporators

The names and addresses of the initial incorporators of this Corporation are:

MIKEL W. DENTON
3050 SE 50th Street
Keystone Heights, FL 32656

STEPHEN BRADFORD REYES
1600 NW 251st St.
Lawtey, FL 32058

Article VIII - Effective Date

The effective date on which this Corporation shall begin business is upon filing the Articles Of Incorporation with the Department Of State.

Article IX- Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

In Witness Whereof, the undersigned subscribers have executed these
Articles Of Incorporation on ~~September~~ ^{October} 12th, 2004.

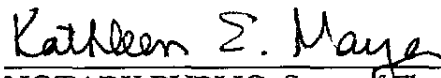

MIKEL W. DENTON

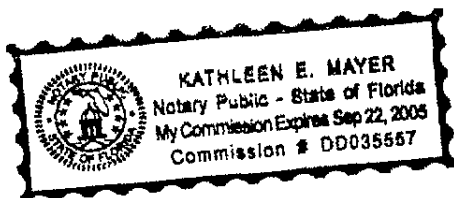

STEPHEN BRADFORD REYES

STATE OF FLORIDA
COUNTY OF BRADFORD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MIKEL W. DENTON and STEPHEN BRADFORD REYES known to be the persons described as subscribers or who have produced Drivers License as identification, and who executed the foregoing Articles Of Incorporation and acknowledged before me that they subscribed to those Articles Of Incorporation.

WITNESS my hand and official seal in the County and State named above this 12th ^{October} ~~September~~, 2004.


NOTARY PUBLIC, State of Florida



04 OCT 13 PM 12:42
CLERK OF STATE
TALLAHASSEE, FLORIDA

Certificate

DESIGNATING THE ADDRESS WHERE,
AND AN AGENT UPON WHOM,
PROCESS MAY BE SERVED

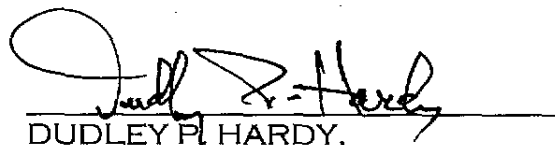
WITNESSETH

THAT HERITAGE HOMES OF NORTH FLORIDA, INC., HAVING ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, AND WHICH WILL HAVE ITS PRINCIPAL OFFICE IN KEYSTONE HEIGHTS, FLORIDA HAS NAMED DUDLEY P. HARDY WHOSE ADDRESS IS 403 WEST GEORGIA STREET, STARKE, FLORIDA 32091, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

HAVING BEEN NAMED IN THE ARTICLES OF INCORPORATION OF HERITAGE HOMES OF NORTH FLORIDA, INC., TO ACCEPT SERVICE OF PROCESS FOR THE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO SERVE AS THE REGISTERED AGENT FOR THE CORPORATION AND AGREE TO COMPLY WITH THE APPLICABLE PROVISIONS OF THE FLORIDA STATUTES.

Dated THIS 12th DAY OF OCTOBER, 2004.


DUDLEY P. HARDY,
REGISTERED AGENT