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January 25, 2005

Florida Department of State
Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

Re: Historic Builders, Inc.

Dear Sir/Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for Historic Builders, Inc. together with the \$78.75 filing fee. Please return a copy in the pre-addressed envelope provided. Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Paul M. Renner', with a long horizontal flourish extending to the right.

PAUL M. RENNER

PMR:le
enclosure

**ARTICLES OF INCORPORATION
OF
HISTORIC BUILDERS, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: **HISTORIC BUILDERS, INC.** The address of the principal office of this corporation shall be 1445 Douglas Street, Jacksonville, Florida 32211 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in every aspect of the business of real estate, including without limitation, the purchase, construction, development, sale, lease, optioning, development, and rehabilitation of property for profit. In addition, this corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having ten (\$.10) cent par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 233 East Bay Street, Suite 901, Jacksonville, Florida 32202, and the name of the initial registered agent of the corporation at that address is Paul M. Renner, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (3) Directors, initially. The number of Directors may at any time and from time to time be increased or decreased by action of either the shareholders or the Board of Directors, but no decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director. The name and street address of the initial members of the Board of Directors are:

MATTHEW J. EBERHARDT

GARY ALLEN HARRINGTON, II

KENNETH M. ATHANS

1445 Douglas Street

Jacksonville, Florida 32211

ARTICLE VII. INDEMNIFICATION

The Corporation shall indemnify any director, officer or employee, or former director, officer or employee of the Corporation, or any person who may have served at its request as a director, officer, or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him or her in connection with the defense of any action, suit or proceeding in which he or she is made a party by reason of being or having been such director, officer or employee, except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The Corporation may also reimburse to any director, officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the directors not involved in the matter of controversy (whether or not a quorum) that it was in the interests of the Corporation that such settlement be made and that such director, officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and

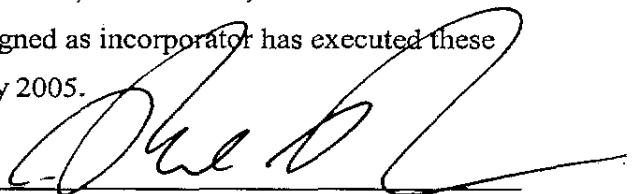
reimbursement shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled under any Bylaw, agreement, vote of shareholders or otherwise.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Paul M. Renner, Esq., 233 E. Bay Street, Suite 901, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned as incorporator has executed these Articles of Incorporation this 24 day of January 2005.

By:


PAUL M. RENNER, Incorporator

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

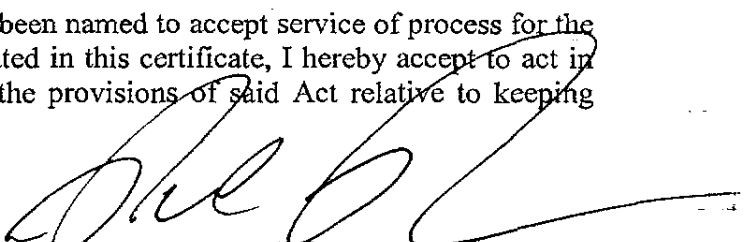
HISTORIC BUILDERS, INC.

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

First: That **HISTORIC BUILDERS, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation, has named Paul M. Renner, P.A., located at 233 E. Bay Street, Suite 901, Jacksonville, FL 32202, as agent to accept service of process within this state.

ACKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By:


PAUL M. RENNER, Registered Agent