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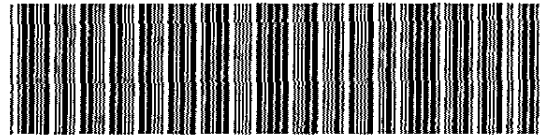
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LAW OFFICES
SHULER AND SHULER

34 FOURTH STREET
POST OFFICE DRAWER 850
APALACHICOLA, FLORIDA 32329

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J. GORDON SHULER
THOMAS M. SHULER
—
OF COUNSEL
ALFRED O. SHULER

March 30, 2005

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

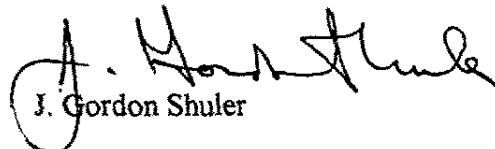
Re: Payless Construction, Inc.

Dear Sir/Madam:

Enclosed you will find the Articles of Incorporation for Payless Construction, Inc. You will also find a check payable to the Florida Department of State in the amount of \$78.75, for your filing fees and certified copies of the Articles.

Thank you for your attention to this, and please let me know if you need any additional information.

Sincerely,


J. Gordon Shuler

JGS: bfs
Enc: As Stated
xc: Mr. Richard F. Scarabin, Jr.
111 - 25th Avenue
Apalachicola, Florida 32320

ARTICLES OF INCORPORATION
OF
PAYLESS CONSTRUCTION, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is PAYLESS CONSTRUCTION, INC.

ARTICLE II. DURATION

The duration of the corporation is perpetual, unless dissolved according to law.

ARTICLE III. PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of residential and commercial construction.
2. To transact any other lawful business for which corporations may be incorporated under the laws of the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV. CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 111 - 25th Avenue, Apalachicola, Franklin County, Florida 32320, and the name of the initial registered agent of this corporation at that address, is RICHARD F. SCARABIN, JR.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is two (2). The name and address of each person who is to serve as a member of the initial board of directors is: RICHARD F. SCARABIN, JR., whose address is 111 - 25th Avenue, Apalachicola, Franklin County, Florida

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32320; and, DANIEL PAGE, whose address is 525 Highway 98, Lot 10, Copeland's Trailer Park, Apalachicola, Florida 32320.

ARTICLE VII. INCORPORATORS

The name and address of the each incorporator is: RICHARD F. SCARABIN, JR., whose address is 111 - 25th Avenue, Apalachicola, Franklin County, Florida 32320.

ARTICLE VIII. PRINCIPAL PLACE OF BUSINESS

The principal office and place of business of the corporation shall be at 111 - 25th Avenue, Apalachicola, Franklin County, Florida 32320.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 29th day of March, 2005.

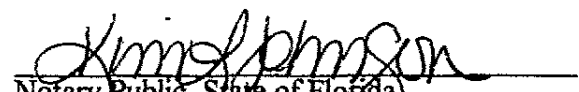

RICHARD F. SCARABIN, JR.

STATE OF FLORIDA
COUNTY OF FRANKLIN

THE FOREGOING INSTRUMENT was acknowledged before me this 29th day of March, 2005, by RICHARD F. SCARABIN, JR., who is personally known to me.

(NOTARIAL SEAL)




Notary Public, State of Florida
My Commission Expires:
Notary Name:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is PAYLESS CONSTRUCTION, INC.
2. The name and address of the registered agent is: RICHARD F. SCARABIN, JR., whose address is 111 - 25th Avenue, Apalachicola, Franklin County, Florida 32320.
3. The principal office and place of business of said corporation is 111 - 25th Avenue, Apalachicola, Franklin County, Florida 32320.

SIGNATURE: Richard F. Scarabin Jr.
RICHARD F. SCARABIN, JR.

TITLE: Incorporator

DATE: March 29, 2005

Having been named to accept service of process for the above named corporation, at the place designated in this certificate. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of a registered agent under Chapter 607, Florida Statutes.

SIGNATURE: Richard F. Scarabin Jr.
RICHARD F. SCARABIN, JR.

DATED: March 29, 2005

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