

BOND, SCHOENECK & KING, P.A.

BOND, SCHOENECK & KING, P.A.
ARE REGISTERED LIMITED LIABILITY PARTNERSHIP

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THADY H. FERRELLSON*

*ALSO ADMITTED IN NEW YORK
*ADMITTED IN NEW YORK ONLY

February 23, 1995

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

VIA FEDERAL EXPRESS

RECEIVED 1-11-1995
-03/28/95 -01063 -018
***122.50 ***122.50

Re: Cullen Custom Contracting, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of Article of Incorporation, together with a check in the amount of \$122.50 to cover the filing fee, the Registered Agent fee of \$35.00, and the cost of a certified copy of the Articles.

Please note that the commencement date of corporate existence is February 15, 1995. We would appreciate your assistance in ensuring that the Certificate is filed within five (5) business days of such date. It would also be appreciated if you would return a certified copy of the Articles of Incorporation to us with your receipt.

Thank you.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

By:

Jean A. Ryan

JAR/jrs
Enclosures

EFFECTIVE DATE

FEB 25 1995

55 FEB 27 PM 12:52

ARTICLES OF INCORPORATION
OF
CULLEN CUSTOM CONTRACTING, INC.

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

Article 1. Name. The name of the Corporation is: Cullen Custom Contracting, Inc.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To build and remodel residential and commercial properties.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 2,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 1167 Third Street South, Naples, Florida 33940, and the name of its initial Registered Agent at that address is Jean A. Ryan, Esq.

EFFECTIVE DATE

FEB 25 1995

Article 6. Principal Office. The address of the principal office of the Corporation is 4226 5th Avenue S.W., Naples, Florida 33999.

Article 7. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

James J. Cullen, 4226 5th Avenue S.W., Naples, Florida 33999

Article 8. Incorporators. The name and address of each Incorporator is as follows:

James J. Cullen, 4226 5th Avenue S.W., Naples, Florida 33999

Article 9. Amendment. The 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.

Article 10. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 11. Preemptive Rights. Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the

Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

Article 12. Stock Transfer Restrictions. Shares of capital stock of the Corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

<u>Shareholder</u>	<u>Number of Shares</u>
James J. Cullen	100

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the

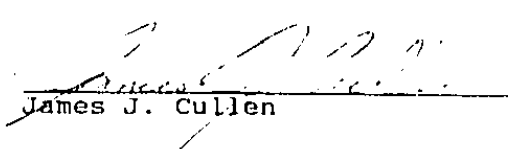
Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

Article 13. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

Article 14. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

Article 15. Commencement of Corporate Existence. In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 25 day of Feb., 1995.


James J. Cullen

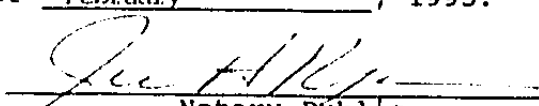
STATE OF FLORIDA)
) ss.
COUNTY OF COLLIER)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared James J. Cullen, who is personally known to me to be the person described in and who executed the foregoing Articles of Incorporation and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 15th day of February, 1995.

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. APR. 2, 1998
BONDED THRU GENERAL INS. UNO.

My commission expires:

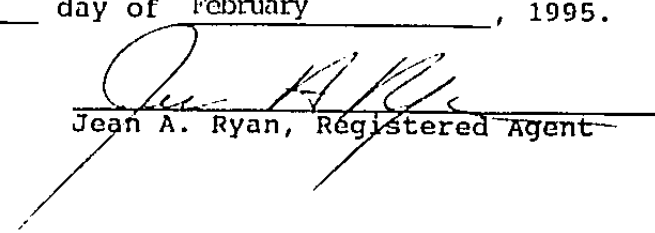

Notary Public
Printed Name Jean A. Ryan

(NOTARY SEAL)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Cullen Custom Contracting, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 15th day of February, 1995.


Jean A. Ryan, Registered Agent

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