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GEORGIA, AND TEXAS

PLEASE REPLY TO:
TALLAHASSEE OFFICE

2601 GULF LIFE TOWER
JACKSONVILLE, FLORIDA 32207
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PAUL M. HARDIN
OF COUNSEL

March 20, 1995

Secretary of State
Division of Corporations
Post Office Box 6347
Tallahassee, FL 32314

100001435311
-03/22/95--01023--001
****122.50 ****122.50

Re: Deep Harbour Homes, Inc.

Dear Sir/Madam:

Enclosed herewith please find two copies of the Articles of Incorporation for the referenced corporation and our check for \$122.50 to cover the filing fee. Please return the certified copy of the Articles to the undersigned.

Thank you,

Bateman Graham, P.A.


Walter H. Wolfe, Jr.

WHW/wp
Enclosures

FILED
95 MAR 21 PM 12:42
TALLAHASSEE, FLORIDA

BROWN MAR 22 1995

**ARTICLES OF INCORPORATION
of
DEEP HARBOUR HOMES, INC.**

FILED
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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation shall be DEEP HARBOUR HOMES, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States of America or the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is one thousand twelve hundred (1200) shares of common stock, having a par value of one dollar (\$1.00) per share.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

The holders of common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such additional shares of common stock of this Corporation which may be issued from time to time. The preemptive right of any holder shall be determined by the ratio of the authorized and issued shares of common stock held by that holder to the total number of shares of the Corporation's common stock then currently authorized and issued. Such additional stock may be issued in exchange for cash, other property or past services.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and agent is: Walter H. Wolfe, Jr.
C/O Bateman Graham
300 East Park Avenue
Tallahassee, FL 32301

The initial registered agent, upon accepting this designation, agrees to comply with the provisions of Section 48.091 of the Florida Statutes, as amended from time to time, with regard to keeping an office open for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of directors may be increased from time to time by vote of the shareholders, but in no case shall the number of directors be more than five (5). The names and addresses of the initial members of the Board of Directors are:

Charles Shawn Oxendine
13180 Ringneck Drive
Tallahassee, FL 32312

James Steven Strickland
4703 Highgrove Drive
Tallahassee, FL 32308

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer of the Corporation or member of the Board of Directors, or any such former officer or director, to the full extent allowed by law.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

James Steven Strickland
4703 Highgrove Drive
Tallahassee, FL 32308

ARTICLE X - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be 4703 Highgrove Drive, Tallahassee, FL 32308.

IN WITNESS WHEREOF, the Incorporator has signed his name this 13 day of MARCH, 1995.


James Steven Strickland
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of DEEP HARBOUR HOMES, INC., were acknowledged before me this ____ day of _____, 1995, by JAMES STEVEN STRICKLAND, as Incorporator, who is personally known to me or who produced _____ as identification and who did not take an oath.

Notary Public
State of _____
My Commission Expires: _____

CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT AND REGISTERED OFFICE

FILED
95 MAR 21 PM 12:42
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned officer of DEEP HARBOUR HOMES, INC., a corporation organized under the laws of the State of Florida, hereby submits the following statement designating the registered agent and registered office of the Corporation in the State of Florida.

Registered Agent: Walter H. Wolfe, Jr.

Registered Office: 300 East Park Avenue
Tallahassee, FL 32301

DEEP HARBOUR HOMES, INC.

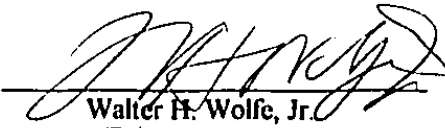
By: 

James S. Strickland, Pres.

Date: 3/13/95

REGISTERED AGENT'S ACCEPTANCE

Having been designated as Registered Agent to accept service of process for the above-named Corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, acknowledge my familiarity with same, and accept the obligations of my position as Registered Agent for the Corporation.


Walter H. Wolfe, Jr.

Date: 3/13/95