

DEAN, DE BEAUCHES, KNIGHT, SIMMONS, ROMANO & NEAL

ATTORNEYS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

DEAN, DE BEAUCHES,
KNIGHT, SIMMONS,
ROMANO & NEAL
ATTORNEYS AT LAW
1200 ORANGE AVENUE
ORLANDO, FLORIDA 32801
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(407) 499-0151
TELEFAX (407) 499-0151

THOMAS F. NEAL
REBECCA E. PALMER
MICHAEL A. ROMANO
DAVID H. SIMMONS
JULIE E. WATKINS
FIDELITY & SECURITY ASSURANCE
CORPORATION OF FLORIDA

RECEIVED 12/14/97
103/18/97--01000--017
***122.50 ***122.50

P96000030197

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

RE: SOUTH LAKE ENTERPRISES, INC.

Dear Sir or Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for the above corporation. Also enclosed is our firm's check numbered 102360 in the amount of \$122.50, representing the \$35.00 filing fee, \$52.50 certified copy fee, and \$35.00 registered agent designation.

At such time as the Articles have been filed, please return the certified copy to our office. If there are any questions, please do not hesitate to contact me.

Very truly yours,

Thomas F. Neal

THOMAS F. NEAL

TFN/lah
Enclosures

55 APR - 8 AM 5:37
SECRET
FIDELITY & SECURITY ASSURANCE
CORPORATION OF FLORIDA

W96-6298

5/4/8

DRAGUE, DE BEAUCHIEUX, KNIGHT, SIMMONS, ROMANO & NEAL

**ATTORNEYS AND COUNSELLORS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS**

HUGO H. DRAGUE
THOMAS D. DRAGUE, JR.
KIMBERLY A. DRAGUE
DALE T. GORRIE
JULIE E. HORN
PATRICK C. HOWELL
T. KEVIN KNIGHT
DANIEL E. MANTZARDI
D. JOHN MORRISON, JR.

100 N. ORANGE AVENUE
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(407) 422-9451
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THOMAS F. NEAL
RICHARD L. PALMER
MICHAEL A. ROMANO
DAVID H. SIMMONS
JULIE E. WALSHORE
[ADMITTED TO FLORIDA AND MINNESOTA BAR]
[ADMITTED TO FLORIDA AND MINNESOTA BAR]

* ADMITTED TO FLORIDA AND MINNESOTA BAR

April 3, 1996

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

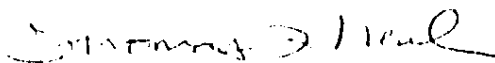
RE: SOUTH LAKE ENTERPRISES, INC.
Ref. Number: W96000006298

Dear Sir or Madam:

We are in receipt of your letter dated March 25, 1996, regarding the above corporation. In that regard, please find enclosed the original and one copy of the revised Articles of Incorporation for the above corporation with the business street addresses for the directors, officers and incorporators that you requested. We previously sent you our firm's check numbered 102360 in the amount of \$122.50 on March 14, 1996.

At such time as the Articles have been filed, please return the certified copy to our office. If there are any questions, please do not hesitate to contact me.

Very truly yours,



THOMAS F. NEAL

TFN/lah
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

March 25, 1996

THOMAS F. NEAL
DRAGE, DE BEAUBIEN, KNIGHT, ET AL
P.O. BOX 87
ORLANDO, FL 32802-0087

SUBJECT: SOUTH LAKE ENTERPRISES, INC.
Ref. Number: W96000006298

We have received your document for SOUTH LAKE ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

Please provide complete business street addresses for the directors, officers and incorporators.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 296A00013430

**Articles of Incorporation
of
SOUTH LAKE ENTERPRISES, INC.**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: SOUTH LAKE ENTERPRISES, INC.

ARTICLE II. NATURE OF BUSINESS

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 one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered agent of the corporation is Jon VanderLey, 301 N. Tubb Street, Oakland, Florida 34760.

ARTICLE V. CORPORATE DURATION

The duration of the corporation is perpetual. The street address of the initial principal office of the corporation shall be 301 N. Tubb Street, Oakland, Florida 34760.

ARTICLE VI. DIRECTORS

This corporation shall have four (4) Directors initially. The

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CLERK OF THE
COURT
STATE OF
FLORIDA
TALLAHASSEE

name and street address of the initial members of the Board of Directors is:

Jon VanderLey, Joel VanderLey,
Josh VanderLey, Kay VanderLey
301 N. Tubb Street
Oakland, Florida 34760

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are

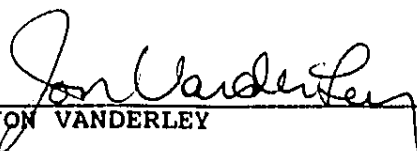
President/Secretary
Joel VanderLey
301 N. Tubb Street
Oakland, Florida 34760

Vice-President/Treasurer
Josh VanderLey
301 N. Tubb Street
Oakland, Florida 34760

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is Jon VanderLey, 301 N. Tubb Street, Oakland, Florida 34760.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 1st day of April, 1996.


JON VANDERLEY

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 2nd day of April, 1996, by JON VANDERLEY, who is personally known

to me or who has produced _____ as
identification and who did take an oath.

Anna Catherine Natali
Notary Public signature

Anna Catherine Natali
Notary Public printed name
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as
Registered Agent for South Lake Enterprises, Inc.

Jon Vanderley
JON VANDERLEY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -8 AM 9:37

796000030197

DRAGH, DE BEAUBIEN, KNIGHT, SIMMONS, ROMANO & NEAL

ATTORNEYS AND COUNSELLORS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

HUGH H. DE BEAUBIEN
DAINY G. CLEMENT
THOMAS H. DRAGH, JR.
JENNIFER G. FRANK
DALE T. GORR
KENNETH P. HAZOUBI
KELLY JO HEINER
PATRICK C. HOWELL
BLAIR T. JACKSON
T. KEVIN KNIGHT, II

* ALSO ADMITTED TO MINNESOTA BAR
† BOARD CERTIFIED BUSINESS LITIGATION ATTORNEY

Post Office Box 87
800 NORTH MAGNOLIA AVENUE
ORLANDO, FLORIDA 32802-0087
(407) 422-0154
TELEFAX (407) 422-1045

July 3, 1997

DANIEL F. MANTZAHN
D. JOHN MORRISON, JR.
THOMAS F. NEAL
JULIE HORN O'KANE
REBECCA L. PALMER
MATTHEW D. PARDY
ELIZABETH A. LAMHAM-PATRICK
YVETTE RODRIGUEZ
MICHAEL A. ROMANO †
DAVID H. SIMMONS ††
JULIE E. WASHBURN

[ALSO ADMITTED TO FLORIDA BAR
†† BOARD CERTIFIED CIVIL TRIAL ATTORNEY

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

RE: SOUTH LAKE ENTERPRISES, INC.

Dear Sir or Madam:

Please find enclosed the original and one copy of a Certificate of Amendment of the Articles of Incorporation of South Lake Enterprises, Inc. Also enclosed is South Lake Enterprises, Inc.'s check numbered 1229 in the amount of \$35.00, representing the filing fee.

At such time as the Certificate has been filed, please return the certified copy to our office. If there are any questions, please do not hesitate to contact me.

Very truly yours,

Thomas F. Neal

THOMAS F. NEAL

TFN/lah
Enclosures

cc: Josh VanderLey

~~1997-1571~~

Jae

7/30

N/C Amend

700002231857--3
-07/07/97--01157--003
*****35.00 *****35.00

FILED
97 JUL 30 AM 7:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
SOUTH LAKE ENTERPRISES, INC.**

FILED
97 JUL 30 AM 7:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SOUTH LAKE ENTERPRISES, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Florida (the "Corporation"), does hereby certify that:

FIRST. The following amendments to the Articles of Incorporation of said Corporation were duly adopted by the Board of Directors of the Corporation, at a Special Board of Directors Meeting held on June 12, 1997:

RESOLVED, by the Board of Directors of South Lake Enterprises, Inc., a Florida corporation, that the name of the Corporation be changed from South Lake Enterprises, Inc. to South Lake Constructors, Inc.

RESOLVED FURTHER, that Article I. of the Articles of Incorporation of the Corporation be amended to read as follows:

ARTICLE I. NAME

The name of this corporation is South Lake Constructors, Inc.

RESOLVED FURTHER, that the heading of the Articles of Incorporation be amended to read as follows:

**ARTICLES OF INCORPORATION
OF
SOUTH LAKE CONSTRUCTORS, INC.**

SECOND. The aforesaid amendments were duly adopted by the Board of Directors of the Corporation in accordance with the provisions of Section 607.1006, Florida Statutes, as amended. The aforesaid amendments were approved by the shareholders of the corporation and the number of votes cast for the amendments by the

shareholders were sufficient for approval.

THIRD. The aforesaid Amendments to the Articles of Incorporation shall become effective on July 15, 1997.

THE UNDERSIGNED does hereby make this Certificate as of July 23, 1997, nunc pro tunc as of June 25, 1997, declaring and certifying that this is the act and deed of the Corporation and that the facts herein stated are true.

SOUTH LAKE ENTERPRISES, INC.

By: Joshua Vanderley
JOSHUA VANDERLEY, its President

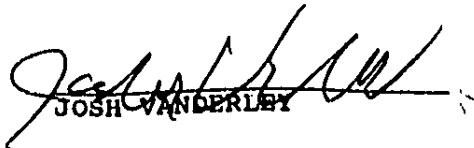
ATTEST:

Paul C. [Signature]
its VICE PRESIDENT

**UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS
TO AMENDMENT OF THE ARTICLES OF INCORPORATION
OF SOUTH LAKE ENTERPRISES, INC.**

We, the undersigned, being all of the shareholders of SOUTH LAKE ENTERPRISES, INC., a Florida corporation, consent to the amendment of the articles of incorporation to change the name of the corporation from South Lake Enterprises, Inc. to South Lake Constructors, Inc., and authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned stockholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.


JOSH VANDERLEY

Number of Shares

500

Dated July 23, 1997, 1997, nunc pro tunc
June 25, 1997.


JOEL VANDERLEY

500

Dated July 23, 1997, 1997, nunc pro tunc
June 25, 1997.



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

July 10, 1997

THOMAS F. NEAL
DRAGE, DE BEAUBIEN, KNIGHT, ET AL
P.O. BOX 87
ORLANDO, FL 32802-0087

SUBJECT: SOUTH LAKE ENTERPRISES, INC.
Ref. Number: P96000030197

We have received your document for **SOUTH LAKE ENTERPRISES, INC.** and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 397A00035538

DRAKE, DE BEAUCHIE, KNIGHT, SIMMONS, ROMANO & NEAL

**ATTORNEYS AND COUNSELLORS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS**

HUGH H. DE BEAUCHIE
DAVID G. CLARKSON
THOMAS D. DRAKE, JR.
JENNIFER C. FRANK
DALE T. GORDON
P. HAYDEN HARRIS, JR.
KENNETH P. HAZOURE
KELLY JO HENRIK
PATRICK C. HOWELL
BLAIR T. JACKSON
T. KRYEN KNIGHT ||

* ALSO ADMITTED TO MINNESOTA BAR
|| BOARD CERTIFIED BUSINESS LITIGATION ATTORNEY

Post Office Box 87
300 North Magnolia Avenue
Orlando, Florida 32802-0087
(407) 492-2454
TELEFAX (407) 440-1815

July 24, 1997

DANIEL E. MANTZAHIN
D. JOHN MCGIBBON, JR.
THOMAS F. NEAL
JULIE HONN O'HARE
REBECCA L. PALMER
MATTHEW D. PARRY
ELIZABETH A. LAMHAM-PATRIN
YVETTE RODRIGUEZ
MICHAEL A. ROMANO |
LAWREN B. SHAPIRO
DAVID R. SIMMONS ||

| ALSO ADMITTED TO FLORIDA BAR
|| BOARD CERTIFIED CIVIL TRIAL ATTORNEY

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

RE: SOUTH LAKE ENTERPRISES, INC.
Ref. Number: P96000030197

Dear Sir or Madam:

We are in receipt of your letter dated July 10, 1997, regarding the above corporation. In that regard, please find enclosed the following:

1. Original and one copy of the Certificate of Amendment of the Articles of Incorporation of South Lake Enterprises, Inc.; and
2. Copy of Unanimous Written Consent of Shareholders to Amendment of the Articles of Incorporation of South Lake Enterprises, Inc.

We previously sent you our firm's check numbered 1229 in the amount of \$35.00 on July 3, 1997.

At such time as the Certificate has been filed, please return the certified copy to our office. If there are any questions, please do not hesitate to contact me.

Very truly yours,

Thomas F. Neal

THOMAS F. NEAL

TFN/lah
Enclosures

cc: South Lake Enterprises, Inc.

RECEIVED
97 JUL 28 PM 4:18
DIVISION OF CORPORATIONS

P96000030197

DICHA, DE BEACHMEN, KNIGHT, SIMMONS, ROMANO & NEAL

ATTORNEYS AND COUNSELLORS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

HUGO H. DE BEACHMEN
DAVID G. CLEMENT
THOMAS H. DICHA, JR.
JENNIFER G. FRANK
DALE T. GORR
P. HAYDEN HARRIS, JR.
KENNETH P. HAZARD
KELLY JO HERR
PATRICK G. HOWELL
BLAIR T. JACKSON
T. KEVIN KNIGHT II

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(407) 499-9451
TELEFAX (407) 410-1848

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D. JOHN MORRISON, JR.
THOMAS F. NEAL
JULIA HONN O'KANE
ROBERTA L. PALMER
MATTHEW D. PARDY
ELIZABETH A. LANHAM-PATRIN
YVETTE RODRIGUEZ
MICHAEL A. ROMANO
LAUREN H. SHAPIRO
DAVID H. SIMMONS II

September 15, 1997

* ALSO ADMITTED TO MINNESOTA BAR
† BOARD CERTIFIED CIVIL LITIGATION ATTORNEY

† ALSO ADMITTED TO FLORIDA BAR
‡ BOARD CERTIFIED CIVIL TRIAL ATTORNEY

VIA PICKUP DELIVERY

Mr. Joshua VanderLey
Post Office Box 770502
Winter Garden, Florida 34777-0502

RE: Correction to Articles of Incorporation of
SouthLake Contractors, Inc.

000002294360--S
09/16/97--01049--004
*****35.00 *****35.00

Dear Josh:

Please find enclosed the following original documents to correct the name of SouthLake Constructors, Inc. and the officers of the corporation in the above-referenced matter:

1. Certificate of Amendment of the Articles of Incorporation of South Lake Constructors, Inc.; and
2. Unanimous Written Consent of Shareholders to Amendment of the Articles of Incorporation of South Lake Constructors, Inc.

Please carefully review these documents. If everything is true and correct, please execute the Certificate of Amendment where indicated and have an individual attest to your signature. Also, please execute and have Joel execute the Unanimous Written Consent of Shareholders to Amendment of the Articles of Incorporation of South Lake Enterprises, Inc. and return both original documents to the Secretary of State, Division of Corporations, Post Office Box 6327, Tallahassee, Florida 32314, along with the filing fee in the amount of \$35.00.

If you have any questions or comments, do not hesitate to contact me.

Note:
Initial Officers Listed in
This Amendment was The Same
Initial officers Originally listed
Initial officers Originally listed
only Different Titles. ✓
TFN/lan
Encl.

Very truly yours,

Thomas F. Neal
THOMAS F. NEAL

Amend & N/c

VS SEP 26 1997

**CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
SOUTH LAKE CONSTRUCTORS, INC.**

FILED
97 SEP 16 AM 11:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SOUTH LAKE CONSTRUCTORS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Florida (the "Corporation"), does hereby certify that:

FIRST. The following amendments to the Articles of Incorporation of said Corporation were duly adopted by the Board of Directors of the Corporation, at a Special Board of Directors Meeting held on September 16, 1997:

RESOLVED, by the Board of Directors of South Lake Constructors, Inc., a Florida corporation, that the name of the Corporation be corrected from South Lake Constructors, Inc. to SouthLake Constructors, Inc.

RESOLVED FURTHER, that Article I. of the Articles of Incorporation of the Corporation be corrected to read as follows:

ARTICLE I. NAME

The name of this corporation is SouthLake Constructors, Inc.

RESOLVED FURTHER, that the heading of the Articles of Incorporation be corrected to read as follows:

**ARTICLES OF INCORPORATION
OF
SOUTHLAKE CONSTRUCTORS, INC.**

RESOLVED FURTHER, that Article VII. of the Articles of Incorporation of the Corporation be corrected to read as follows:

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the

corporation, or until their successors are elected or appointed are:

President/Secretary
Joshua Vanderley
301 N. Tubb Street
Oakland, FL 34760

Vice-President/Treasurer
Joel Vanderley
301 N. Tubb Street
Oakland, FL 34760

SECOND. The aforesaid corrective amendments were duly adopted by the Board of Directors of the Corporation in accordance with the provisions of Section 607.1006, Florida Statutes, as amended. The aforesaid amendments were approved by the shareholders of the corporation and the number of votes cast for the amendments by the shareholders were sufficient for approval.

THIRD. The aforesaid Amendments to the Articles of Incorporation shall become effective on July 15, 1997.

THE UNDERSIGNED does hereby make this Certificate as of September 16, 1997, nunc pro tunc as of June 25, 1997, declaring and certifying that this is the act and deed of the Corporation and that the facts herein stated are true.

SOUTHLAKE CONSTRUCTORS, INC.

By: 
JOSHUA VANDERLEY, its President

ATTEST:


Its VICE PRESIDENT