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FLORIDA DIVISION OF CORPORATIONS
ELECTRONIC FILING COVER SHEET
FROM: FAG-T CORP. AGENTS, INC.
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THE DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: PERFECTLY ALL LEGAL CONSTRUCTION OF S.W. FLORIDA, IN
FAX AUDIT NUMBER: H96000005533
DATE REQUESTED: 04/19/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 6
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** ENTER 'M' FOR MENU. **
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRET
TALMADGEARTICLES OF INCORPORATION
OF

PERFECTLY ALL LEGAL CONSTRUCTION OF S.W. FLORIDA, INC.

THE UNDERSIGNED Subscribes to these Articles of Incorporation, each a natural person competent to contract hereby associate themselves together to form a corporation, under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is PERFECTLY ALL LEGAL CONSTRUCTION OF S.W. FLORIDA, INC. Principal place of business at County of Collier 541 110th Ave. N. Naples, FL 33963

ARTICLE II. NATURE

The nature of the business to be transacted by this corporation is: construction .

To erect dwelling, apartment houses, and other buildings, private or public, of all kinds, and to sell or rent the same. To lay out, grade, pave and dedicate roads, streets, avenues, highways, alleys, courts, paths, walks, parks, cemeteries and playgrounds. To buy, sell, mortgage, exchange, lease, let, hold for investment or otherwise, use and operate real estate of all kinds, improved or unimproved; and any right or interest therein.

Prepared by: U.S. TAX ACCOUNTING INC.
869-B 97th Ave.N.
Naples, FL 33963
(941) 597-7009

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To manufacture, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking business, safe deposit trust, insurance, surety, express, railroad, canals, telegraph or telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, execute mortgages, and transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock. To purchase its own capital stock from earned surplus.

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To engage and deal with the directors of this corporation or its officers in contracts or otherwise, and in the absence of fraud, no director or officer of this corporation shall be disqualified from an arms length transaction with this corporation.

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 (1000) having a \$1. Par Value. The consideration to be paid for each share shall be in money, property, or services as determined by the Board of Directors.

ARTICLE IV. INITIAL
CAPITAL

The amount of capital with which this corporation shall begin business is not less than Five Hundred Dollars (\$500.00).

ARTICLE V. TERM OF
EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. ADDRESS

The street address of its initial registered office of this corporation shall be 541 110th Avenue N., Naples, Florida 33963, and the name of its initial registered agent at such address is James A. Loubert. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VII. DIRECTORS

Name	Address
James A. Loubert	541 110th Avenue N., Naples, Fl 33963

ARTICLE IX. SUBSCRIBES

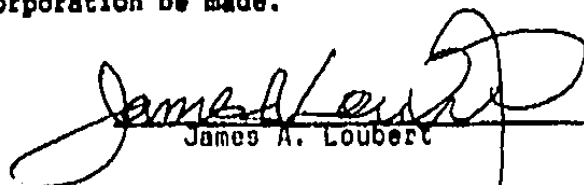
Name & Address	Consideration	No. of Shares
James A. Loubert 541 110th Avenue N. Naples, Fl 33963	\$500.00	500

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ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.


James A. Loubert (SEAL)

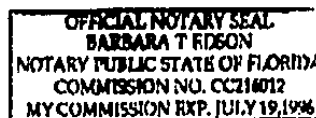
State of Florida
County of Collier

I HEREBY certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared James A. Loubert, to me known to be the person(s) described as subscribers in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS MY hand and seal this 18th day of April, 19 96

My Commission Expires: 7-19-96


NOTARY PUBLIC - STATE OF FLORIDA
AT LARGE



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT PERFECTLY ALL LEGAL CONSTRUCTION OF S.W. FLORIDA, INC.
(Name of Corporation)

DESIRING TO ORGANIZE OR QUALIFY UNDER LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT ^{COUNTY} ~~CITY~~ OF COLLIER, STATE OF
FLORIDA, HAS NAMED JAMES A. LOUBERT, LOCATED AT 541 110TH AVENUE N.,
CITY OF NAPLES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN FLORIDA.

SIGNATURE

TITLE

DATE

James A. Loubert
(Corporate Officer)
James A. Loubert
President

Having been named to accept service of process for the above stated
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.

SIGNATURE

DATE

James A. Loubert
(Resident Agent)
James A. Loubert

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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