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TRANSMITTAL LETTER

August 7, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/14/96--01086--015
*****70.00 *****70.00

SUBJECT: Foundation Builders of America, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00.

FROM: Diane K. McKnight
P.O. Box 1980
Amelia Island, FL 32034

Daytime Phone: 1-800-673-9400

8/15/96
JD

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation.

ARTICLE ONE

The name of the corporation shall be:

Foundation Builders of America, Inc.

ARTICLE TWO

The principle place of business and mailing address of this corporation shall be:

P.O. Box 1980
AMELIA ISLAND, FL 32034

ARTICLE THREE

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000) shares

ARTICLE FOUR

The name and address of the initial registered agent is:

William McKnight
4615 Philips Manor Place
Amelia Island, FL 32034

ARTICLE FIVE

The name and address of the incorporator is:

Diane K. McKnight
4615 Philips Manor Place
Amelia Island, FL 32034

The undersigned incorporator has executed these Articles of incorporation this seventh day of August, 1996.

Signature:

Diane K. McKnight

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: **Foundation Builders of America, Inc.**
2. The name of the registered agent and office is:

William McKnight
4615 Phillips Manor Place
Amelia Island, FL 32034

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in the capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature: William McKnight Date: 8-7-96