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STEPHENS CONSTRUCTION, INC.
P.O. BOX 962
OCALA, FL 34478

STATE OF FLORIDA
TALLAHASSEE

September 1, 1996

State of Florida
Department of State
Corporate Division
The Capital
Tallahassee, Fla. 32301

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****122.50 ****122.50

Re: STEPHENS CONSTRUCTION, INC.

Gentlemen:

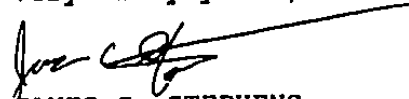
Enclosed is an original and one copy of the Articles of Incorporation for the above corporation. Please file the original in your offices and certify and return to us one certified copy.

We are enclosing our check in the amount of \$122.50.

\$ 35.00 Filing Fee
35.00 Certificate designation registered agent
52.50 Certified copy
\$122.50 Total

Kindly give this matter your attention.

Very truly yours,



JAMES C. STEPHENS
STEPHENS CONSTRUCTION INC.

TH
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ARTICLES OF INCORPORATION
OF
STEPHENS CONSTRUCTION INC

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ARTICLE I - NAME

The name of this corporation is STEPHENS CONSTRUCTION, INC., with a principal office address of 69 Toak Rd., Ocala, FL and a mailing address of P.O. Box 962, Ocala, FL, 34478.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of this Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607. Florida Statutes, as now exists or may after be amended.

ARTICLE IV - AUTHORITY OF DIRECTORS

The board, subject to any specific written limitations or restrictions imposed by the law or by these Articles of Incorporation (articles), shall direct the carrying out of the purposes and exercise the powers of the corporation without previous authorization or subsequent approval by the shareholders of the corporation.

ARTICLE V - CAPITAL STOCK

V-1 STOCK CERTIFICATES. Certificates of stock shall be signed by the President or the Vice President, jointly with the Secretary, and the seal of the corporation shall be impressed thereon.

V-2 NUMBER OF AUTHORIZED SHARES.
There must be one class of stock:

The aggregate number of shares that the corporation shall have the authority to issue is 10,000 shares, with \$1.00 par value. The stockholders will have full voting power.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial register office of this corporation is 69 Teak Rd., Ocala, FL, 34472 and the name of the initial registered agent at such address is James C. Stephens.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors, except where the shareholders specifically provide in any Bylaw made by them that such Bylaws shall not be altered, amended or repealed by the Board.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one director nor more than seven. The name and address of the initial Board of Directors is:

NAME	ADDRESS
JAMES C. STEPHENS	69 TEAK RD., OCALA, FL

ARTICLE X - INCORPORATORS

The name and address of the Incorporator signing these articles is:

NAME	ADDRESS
JAMES C. STEPHENS	69 TEAK RD., OCALA, FL

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director to the full extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 1st day of September, 1996.


JAMES C. STEPHENS

STATE OF FLORIDA, COUNTY OF MARION

Before me, a Notary Public personally appeared James C. Stephens to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said Articles of Incorporation for the purpose therein expressed.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above this 1st day of September, 1996.


Notary Public
State of Florida
My commission expires:

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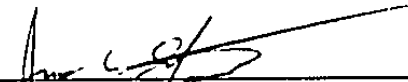
CERTIFICATE OF REGISTERED AGENT

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 617.023 Florida Statutes, the following
is submitted:


FIRST, that STEPHENS CONSTRUCTION, INC., a Florida corporation
desiring to organize or qualify under the laws of the State of
Florida with its principal place of business at Ocala, Marion
County, Florida has named James C. Stephens, with his principal
place of residence at 69 Teak Rd, Ocala, FL 34472, as its agent to
accept service of process within Florida.

Dated: September 1, 1996



JAMES C. STEPHENS
President

Having been named to accept service of process for the above named
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 performance
of my duties.



JAMES C. STEPHENS
Registrar Agent