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Rebecca J. Kennedy
6629 Colonial Drive
Sarasota, FL 34231

September 9, 1994

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*****122.50 *****122.50

Bureau of Corporate Records
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Kleppinger Homes, Inc.

Dear Sir or Madam:

Enclosed please find original and duplicate of Articles of Incorporation of the above named corporation, together with a check in the amount of \$122.50 to cover the following items:

Filing of Articles of Incorporation	\$35.00
Certified Copy of Articles	52.50
Registered Agent	35.00

I would appreciate your returning to me a certified copy of the Articles of Incorporation in the enclosed, self-addressed, stamped envelope.

Very truly yours,

Rebecca Kennedy
Rebecca J. Kennedy

/bjk
Encl.

FILED
96 SEP 11 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AB 9/12

ARTICLES OF INCORPORATION
OF
KLEPPINGER HOMES, INC.

FILED
96 SEP 11 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

KLEPPINGER HOMES, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 4203 Lanai Drive, Sarasota, Florida 34241.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 4203 Lanai Drive, Sarasota, Florida 34241 and the registered agent at such office is Kerry Kleppinger.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Kerry Kleppinger	4203 Lanai Drive
	Sarasota, FL 34241

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

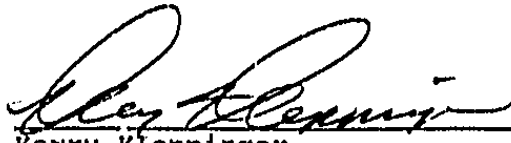
ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Kerry Kleppinger

4203 Lanai Drive
Sarasota, FL 34241

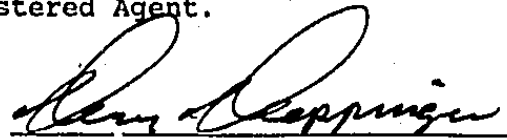
The undersigned has executed these Articles this 6 day
of SEPT., 1996.


Kerry Kleppinger

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for KLEPPINGER HOMES, INC. at the place designated in the Articles, 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, and I am familiar with and accept the obligations of my position as Registered Agent.

9-8-96
Date


Kerry Kleppinger,
Registered Agent

FILED
96 SEP 11 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA