

October 10, 1996

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

Re: Florida Home Energy & Resources Organization, Inc.

800001971768
-10/11/96--01068--010
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above referenced corporation, and my check in the amount of \$70.00 to cover the filing fee and Designation of Registered Agent.

Please note that pursuant to sections 607.0123 and 607.0203, Florida Statutes, an effective date of January 1, 1997 is specified within the Articles of Incorporation for the above referenced corporation.

Thank you for returning my copy of the Articles to the address below.

Sincerely,


Kenneth D. Fonow
15220 N.W. 5th Avenue
Newberry, FL 32669
(352) 472-4731

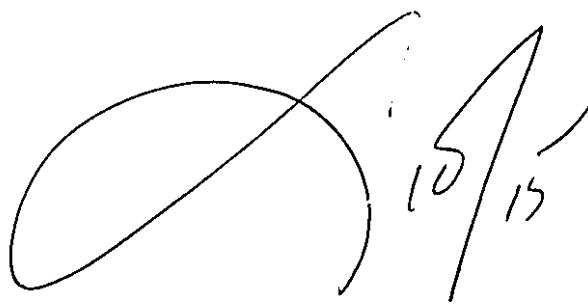
EFFECTIVE DATE
1-1-97

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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enclosures


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**ARTICLES OF INCORPORATION
OF
FLORIDA HOME ENERGY & RESOURCES ORGANIZATION, INC.**

ARTICLE I. NAME

The name of this corporation is FLORIDA HOME ENERGY & RESOURCES ORGANIZATION, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on January 1, 1997.

ARTICLE III. PURPOSE

This corporation is authorized to transact any lawful business for which corporations may be formed under Chapter 607, Florida Statutes.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Hundred (100) shares with a par value of One (\$1.00) Dollar per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 15220 N.W. 5th Avenue, Newberry, FL 32669, and the name of the initial registered agent of this corporation is KENNETH D. FONOROW.

ARTICLE VI. BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE VII. RESTRICTIONS ON TRANSFER

Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the initial shareholders of this corporation.

EFFECTIVE DATE
1-1-97

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ARTICLE VIII. NO CUMULATIVE VOTING

At each election for directors, every shareholder is entitled to one vote for each share of stock held and cumulative voting shall not be permitted.

ARTICLE IX. CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by holders of Fifty-one (51%) percent of issued stock.

ARTICLE X. SHAREHOLDER QUORUM AND VOTING

Fifty-one (51%) percent of the shares entitled to _____, presented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, the affirmative vote of fifty-one (51%) percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI. POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Corporation Act, including the power to be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XII. DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. Any director may be removed at any time, with or without cause, by the shareholders having the right and entitled to vote at a meeting called for that purpose. The shareholders shall have the exclusive authority to fix the compensation of the directors.

ARTICLES XIII. OFFICERS

The officers of this corporation shall consist of a President, Vice President, Secretary and Treasurer, each of whom shall be elected by the Directors. Any two or more offices may be held by the same person, except that the President may not hold the office of Vice President and the Vice President may not hold the office of President.

ARTICLE XIV. INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XV. AMENDMENT

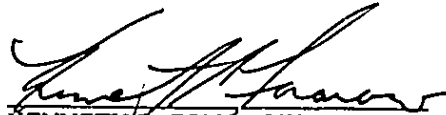
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XVI. INCORPORATOR

The name and address of the incorporator of this corporation is:

KENNETH D. FONOROW
15220 N.W. 5th Avenue
Newberry, FL 32669

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10th day of October, 1996.


KENNETH D. FONOROW

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, a Notary Public authorized to take acknowledgments, personally appeared KENNETH D. FONOROW, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the Articles of Incorporation for the purposes therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County last aforesaid this 10th day of October, 1996.




NOTARY PUBLIC

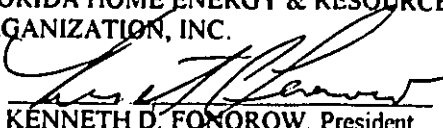
My Commission Expires: March 17, 2000

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

IN COMPLIANCE WITH SECTION 48.019, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

That FLORIDA HOME ENERGY & RESOURCES ORGANIZATION, INC., desiring to organize or
qualify under the laws of the State of Florida, with its principal place of business at 15220 N.W. 5th
Avenue, Newberry, FL 32669, has named KENNETH D. FONOROW, located at 15220 N.W. 5th
Avenue, Newberry, FL 32669, as its agent to accept service of process within Florida.

FLORIDA HOME ENERGY & RESOURCES
ORGANIZATION, INC.

By: 

KENNETH D. FONOROW, President

Date: 10/10/96

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.


KENNETH D. FONOROW

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FLORIDA STATE
JAIL AGENCY (PRIN)

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