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TRANSMITTAL LETTER

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Department of State
Division of corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: MICHAEL YARBOROUGH HOMEOWNER SERVICES, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office and a Money Order in the amount of \$70.00.

FROM: MICHAEL YARBOROUGH
6405 Sunnyside Drive.
Leesburg, Florida 34748

PHONE: (352) 326-9320

MAN [initials] BSB

FILED
96 DEC 31 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

96 DEC 31 PM 1:14

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MICHAEL YARBOROUGH HOMEOWNER SERVICES, INC.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporators submit these articles of Incorporation for the purpose of forming a for-profit corporation.

ARTICLE I

The name of the Corporation is: **MICHAEL YARBOROUGH HOMEOWNER SERVICES, INC.**

ARTICLE II

The principal place of business and mailing address of this corporation is:

6405 SUNNYSIDE DRIVE. LEESBURG, Florida 34748

ARTICLE III

Duration: The period of its duration is perpetual.

ARTICLE IV

Purpose: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including the Painting, Wood Decks, Privacy fences, Ceramic tile, Trim carpentry, Water softer, Door, Windows and Sales.

ARTICLE V

Capital Stock: The corporation is authorized to issue one class of stock, that stock being One thousand (1,000) shares at One (\$1.00) Dollars per share, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Page One Article of Incorporation Michael Yarborough Homeowner Services INC.

ARTICLE VI

Initial Registered Office and Agent: The name and address of the initial registered agent and office of this corporation is as follows:

Michael Yarborough
6405 Sunnyside Drive.
Leesburg, Florida 34748

ARTICLE VII

Initial Board of Directors. This corporation shall have ONE (1) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1). The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
MICHAEL YARBOROUGH, President	6405 Sunnyside Drive, Leesburg, Fl. 34748
MICHAEL YARBOROUGH, Vice President	6405 Sunnyside Drive, Leesburg, Fl. 34748
MICHAEL YARBOROUGH, Secretary	6405 Sunnyside Drive, Leesburg, Fl. 34748
MICHAEL YARBOROUGH, Treasurer	6405 Sunnyside Drive, Leesburg, Fl. 34748

ARTICLE VIII

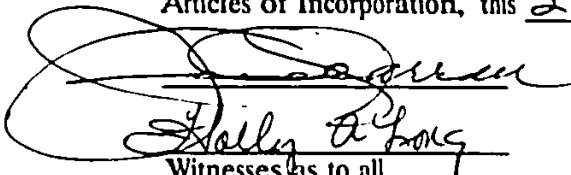
Incorporators. The names and addresses of the Incorporators signing these Articles of Incorporation are:

NAME	ADDRESS
MICHAEL YARBOROUGH	6405 Sunnyside Drive, Leesburg, Fl. 34748

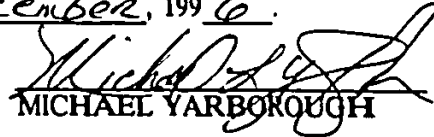
ARTICLE IX

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

IN WITNESS WHEREOF, the undersigned incorporators have executed these
Articles of Incorporation, this 23 day of December, 1996.


Holly A. Long

Witnesses as to all
incorporators signatures
and to Registered Agent
Signature


MICHAEL YARBOROUGH


REGISTERED AGENT

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

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: MICHAEL YARBOROUGH HOMEOWNER SERVICES, INC.

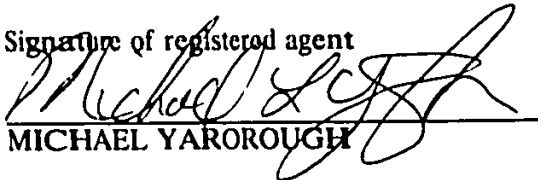
2. The name and address of the registered agent and office is:

MICHAEL YARBOROUGH
6405 Sunnyside Drive.
LEESBURG, FLORIDA 34748
President/Vice President
Secretary, Treasurer and Agent

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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 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.

Signature of registered agent


MICHAEL YARBOROUGH

Date of Signature: 23 Dec 1996