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DALE G. WESTLING, SR.
ATTORNEY AND COUNSELOR AT LAW

331 EAST UNION STREET
JACKSONVILLE, FLORIDA 32202

TELEPHONE (904) 356-2341
TELEFAX (904) 354-3453

April 2, 1997

Corporate Records Bureau
Division of Corporation
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

RECEIVED
DIVISION OF CORPORATION
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
4/2/97

Re: M.C.R., Inc.

Dear Sir or Madam:

Enclosed you will find an original and one copy of the Articles of Incorporation and Certificate Designating Place of Business for the Service of Process, Naming Agent Upon Whom Process May be Served with respect to the above-referenced corporation. You will also find enclosed my check in the amount of \$122.50 with represents the following fees:

\$35.00	Filing Fee
\$52.50	Certified copy of Articles
\$35.00	Registered Agent fee

If you have any questions, please do not hesitate to contact my office.

Sincerely,


Dale G. Westling, Sr.

W97-8148

DGWSr/clr
Enclosures

FILED
DIVISION OF STATE
CORPORATIONS
97 JUN -2 AM 9:43

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DALE G. WESTLING, SR.
ATTORNEY AND COUNSELOR AT LAW

331 EAST UNION STREET
JACKSONVILLE, FLORIDA 32202

TELEPHONE (904) 358-2341
TELEFAX (904) 354-3453

May 29, 1997

Florida Department of State
Attention: Sharon Tala
Post Office Box 6327
Tallahassee, Florida 32314

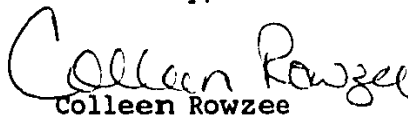
RE: Letter number: 897A00028259

Dear Mrs. Tala:

Enclosed please find the original Articles of Incorporation of Crape Myrtle Builders, Inc.. We have signed the Acknowledgment as requested.

Please call should you have any further questions or comments.

Sincerely,


Colleen Rowzee
Legal Assistant

Enclosure

DALE G. WESTLING, SR.
ATTORNEY AND COUNSELOR AT LAW

331 EAST UNION STREET
JACKSONVILLE, FLORIDA 32202

TELEPHONE (904) 356-2341
TELEFAX (904) 354-3453

May 19, 1997

Florida Department of State
Attention: Vickie Whitfield
Post Office Box 6327
Tallahassee, Florida 32314

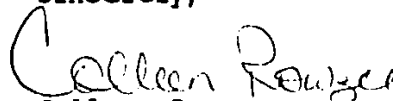
RE: Letter number: 197A00017584

Dear Mrs. Whitfield:

Enclosed please find our new Articles of Incorporation to be filed. It is my understanding that you are holding our check previously sent in the amount of \$127.50. Please forward confirmation of the corporation being incorporated.

Please do not hesitate to contact our office should you have any questions or comments.

Sincerely,


Colleen Rowzee
Legal Assistant

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 23, 1997

DALE G. WESTLING, SR.
331 EAST UNION STREET
JACKSONVILLE, FL 32202

SUBJECT: CRAPE MYRTLE BUILDERS, INC.
Ref. Number: W97000008148

We have received your document for CRAPE MYRTLE BUILDERS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 897A00028259



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 8, 1997

DALE G. WESTLING, SR.
331 EAST UNION STREET
JACKSONVILLE, FL 32202

SUBJECT: M.C.R., INC.
Ref. Number: W97000008148

We have received your document for M.C.R., INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 197A00017584

ARTICLES OF INCORPORATION
OF
CRAPE MYRTLE BUILDERS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -2 AM 9:43

The undersigned signator of these Articles of Incorporation, competent to contract, does hereby make declaration to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be CRAPE MYRTLE BUILDERS, INC..

ARTICLE II. OBJECTIVES AND POWERS

This corporation is formed for the purpose of conducting a business dedicated to home construction.

However, the foregoing shall in no way limit the corporation from engaging in any activity or business permitted under the laws of the United States and of this State, and shall include the power to:

1. Make and enter into all contracts necessary and proper for the conduct of its business.
2. Conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and buy, hold, mortgage, sell, convey or otherwise dispose of franchises in this State and in any of the several states, territories, possessions and dependencies, of the United States, and the District of Columbia, and in foreign countries; purchase the corporate assets of any other corporation and engage in the same character of business; acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any

licenses or other rights or interests thereunder or therein; take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

3. Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation in this State or any state or government; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock; purchase hold, sell and transfer shares of its own capital stock, provided that no corporation shall purchase any of its own capital stock except from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by the corporation shall not be voted, directly or indirectly, or counted as outstanding for the purpose of any stockholders' quorum or vote.

4. Do all and everything necessary and proper for the accomplishment of the objects enumerated in its certificate of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects enumerated in its certificate of incorporation.

5. Contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its Board of Directors may deem necessary or expedient and shall authorize or agree upon, issue and sell or pledge bonds,

debentures, notes and other evidences or indebtedness, whether secured or unsecured, and execute such mortgages, or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the officers deem expedient.

ARTICLE III. STOCK

The maximum number of shares that this corporation shall have outstanding at any one time is 100 shares of common stock having a par value of \$1.00.

ARTICLE IV. CAPITAL

The amount of capital with which the corporation shall begin business shall be less than \$500.00.

ARTICLE V. TERMS OF EXISTENCE

The life of this corporation shall be perpetual.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 7701 Kona Avenue, Jacksonville, Florida 32211.

ARTICLE VII. BOARD OF DIRECTORS

The corporation shall have no Board of Directors, but shall be run as a close corporation pursuant to the provisions of Chapter 607, Florida Statutes, applicable thereto, by the officers.

ARTICLE VIII. INITIAL OFFICERS

The name and post office addresses of the first officers of the corporation who shall hold office until their successors are elected or appointed are:

Marie W. Gaulden / President
Address: 429 W. 68th Street
Jacksonville, Florida 32208

Russell Gaulden / Vice President
Address: 429 West 68th Street
Jacksonville, Florida 32208

Charles H. Gaulden / Secretary - Treasurer
Address: 7701 Kona Avenue
Jacksonville, Florida 32211

ARTICLE IX. SUBSCRIBER

The name and post office address of the subscriber of the
Articles of Incorporation is:

Marie W. Gaulden
429 W. 68th Street
Jacksonville, Florida 32208

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in a manner as
hereinafter provided by law. Every amendment shall be approved by
the stockholders at a regular meeting by a majority of the stock
entitled to vote thereof, unless all the stockholders sign a
written statement manifesting their intent that a certain amendment
to these Articles of Incorporation be made.

ARTICLE XI. REGISTERED AGENT

The name and post office address of the registered agent of
the corporation to accept service of process within the State is:

<u>Name</u>	<u>Address</u>
Dale G. Westling, Sr. Attorney at Law	331 East Union Street Jacksonville, FL 32202

IT WITNESS WHEREOF, the undersigned subscriber of these
Articles of Incorporation has hereunto set his hand and seal this

19th day of May, 1997.

Marie W. Gaulden
Marie W. Gaulden

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing Articles of Incorporation was acknowledged before me this 19th day of May, 1997, by Marie W. Gaulden, who is personally known to me or who has produced _____ as identification, and who did take an oath.

Colleen L. Rowzee
NOTARY PUBLIC, State of Florida



COLLEEN L. ROWZEE
My Commission CC344538
Expires Jan. 27, 1998

Typed, stamped or printed name of Notary

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in the body of the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said office.

DALE G. WESTLING, SR., ESQUIRE

97 JUN -2 AM 9:43
STATE OF FLORIDA
NOTARY PUBLIC