

997000048806
May 23, 1997

Florida Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32301

Subject: Incorporation of HUNTER-DAVIS GENERAL CONTRACTORS, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.

2. My check in the amount of \$122.50 to cover the filing fees.

3. Designation of Resident Agent.

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Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Legal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937.

Thank you for your assistance in this matter.

Sincerely,



Sim L. Dickson

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DIVISION OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HUNTER-DAVIS GENERAL CONTRACTORS, INC.

FILED

97 JUN -2 AM 9:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is
HUNTER-DAVIS GENERAL CONTRACTORS, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business.

a. To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands, any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improved or unimproved, or any right or interest therein.

b. To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

c. To contract debts and borrow money, issue and sell or pledge bonds, indentures, notes and other evidence of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 220 Orange Street, Satellite Beach, Florida, 32937, and the name of the initial registered agent of this corporation at that address is SIM L. DICKSON.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

SIM L. DICKSON
220 ORANGE STREET
Satellite Beach, Florida 32937

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 220 Orange Street, Satellite Beach, Florida 32937, and the

d. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

e. To become partner with any person or persons, corporations, or any other business entity and engage in the same or other character of business.

f. To guarantee, endorse, purchase, hold, sell, transfer mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidence of indebtedness created by other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

g. To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to the amount, with any firm, association or corporation, or calculated to facilitate the same.

h. To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shall be designated "common shares".

mailing address of the corporation is 220 Orange Street,
Satellite Beach, Florida 32937.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these
articles are:

SIM L. DICKSON
220 Orange Street
Satellite Beach, Florida 32937

ARTICLE X. AMENDMENTS

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 subscriber has
executed these articles of incorporation on this ____ day of
May, 1997.

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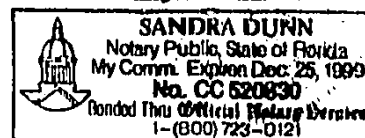

SIM L. DICKSON

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a
Notary Public duly authorized in the State and County named
above to take acknowledgments, personally appeared SIM L. DICKSON
to me known to be the person described as subscriber in and who
executed the foregoing Articles of Incorporation, and who
acknowledged before me that he subscribed to those Articles of
Incorporation.

WITNESS my hand and official seal in the County and
State named above this 28th day of May, 1997.


Notary Public



DESIGNATION
AS
REGISTERED AGENT

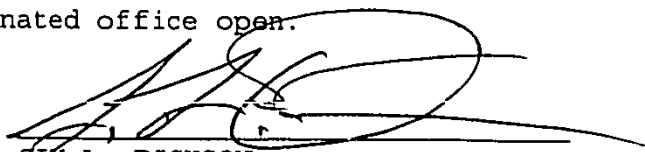
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

That HUNTER-DAVIS GENERAL CONTRACTORS, INC., desiring to
organize under the laws of the State of Florida, with its
principal office at 220 Dickson Street, Satellite Beach, Brevard
County, Florida 32937, has named SIM L. DICKSON, located at 220
Orange Street, Satellite Beach, Brevard County, Florida 32937, as
its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.


SIM L. DICKSON
Registered Agent