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MEMBER - NATIONAL NETWORK OF ESTATE PLANNING ATTORNEYS

October 10, 1997

EFFECTIVE DATE
10/17/97

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

Re: SHELTERWOOD BUILDERS, INC.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for SHELTERWOOD BUILDERS, INC.. Please file same in your usual manner. I have enclosed a check in the amount of \$70.00 for filing fees and registered agent designation.

Please issue a letter of acknowledgement to me at the above address.

Yours truly,

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*****70.00 *****70.00

Michael Tillman, ESQ

Michael Tillman, Esq.
COFFEY, TILLMAN & KALISHMAN

MT:mdl

Enclosures:

1. Original Articles of Incorporation/Designation of Registered Agent
2. Check

c: client

FAWORD\FORRESTESECSTATE.01

FILED
97 OCT 15 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TM-10/15/97

**ARTICLES OF INCORPORATION
OF
SHELTERWOOD BUILDERS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is:

SHELTERWOOD BUILDERS, INC.

ARTICLE II

The Corporation shall have a perpetual existence. The Corporation shall commence existence five (5) business days before the filing of these articles by the Secretary of State of the State of Florida.

ARTICLE III

The street address of the principal office of the Corporation is:

14418 N.W. 41st Avenue
Newberry, FL 32669

ARTICLE IV

The maximum number and class of shares of capital stock this corporation is authorized to have outstanding is 1,000 shares of common capital stock of a par value of \$1.00 per share. The corporation shall have a lien on its shares of stock for any debt or liability incurred to it by a stockholder before being notified of the transfer or levy on such shares.

EFFECTIVE DATE
10/7/97

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TALLAHASSEE, FLORIDA

ARTICLE V

The street address of the registered agent is 14418 N.W. 41st Avenue, Newberry, FL 32669. The initial registered agent for the Corporation at that address is PHILIP FORRESTER.

ARTICLE VI

The initial board of directors shall consist of 1 member. The name and address of the person who will serve on the initial board of directors is:

Name	Address
PHILIP FORRESTER	14418 N.W. 41st Avenue, Newberry, FL 32669

ARTICLE VII

The names and street addresses of the person(s) signing these articles of incorporation are:

Name	Address
PHILIP FORRESTER	14418 N.W. 41st Avenue, Newberry, FL 32669

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30 day of September, 1997.


Name: PHILIP FORRESTER

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for SHELTERWOOD BUILDERS, INC. at the place designated in the Articles of Incorporation, 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.



Name: PHILIP FORRESTER
14418 N.W. 41st Avenue
Newberry, FL 32669

Date: Sep. 30, 1997

FAWORDFORRESTERARTICLES

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TALLAHASSEE, FLORIDA