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-12/18/97--01105--015
****122.50 ****122.50

DECEMBER 11, 1997

STATE OF FLORIDA
DIVISION OF CORPORATIONS
5050 W. TENNESSEE AVE
TALLAHASSEE, FL. 32399-0100

EFFECTIVE DATE

1-1-98

GENTLEMEN:

ENCLOSED PLEASE FIND A CHECK IN THE AMOUNT OF \$122.50 TO
INCORPORATE: CARTER CRAFT CONSTRUCTION, INC.

PLEASE RETURN ALL NECESSARY DOCUMENTS TO:
CARROLLWOOD ACCOUNTING
8316 N HABANA AVE.
TAMPA, FL. 33614

THANK YOU FOR YOUR TIME AND CONSIDERATION.

SINCERELY,

M L Forss

M L FORSS
ACCOUNTANT

97 DEC 31 PM 2:14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

11:40

Dmp
1-21-98

*Also, attached is a letter to dissolve Carter Crafted
Construction, Inc. as of 12-31-97. So to
be able to incorporate Carter Craft Construction,
Inc as of 1-1-98.*

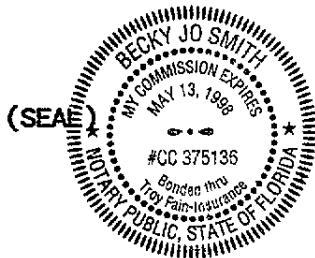
A F F I D A V I T

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME THE UNDERSIGNED, AN OFFICER DULY COMMISSIONED
BY THE LAWS OF FLORIDA, ON THIS 12TH DAY OF JANUARY, 1998,
PERSONALLY APPEARED BRYAN K. CARTER WHO HAVING BEEN FIRST
DULY SWORN DEPOSES AND SAYS:

I, BRYAN K. CARTER, DO HEREBY STATE THAT I HAVE NO INTENTIONS
OF REVOKING THE DISSOLUTION OF CORPORATION ON CARTER CRAFTED
CONSTRUCTION, INC., THEREFORE, RELEASING THE NAME FOR USE TO
ANOTHER ENTITY.

SWORN TO AND SUBSCRIBED BEFORE ME THIS 12TH DAY OF
JANUARY, A.D. 1998.



Bryan K. Carter

BRYAN K. CARTER
Becky Jo Smith

BECKY JO SMITH, NOTARY PUBLIC

ARTICLES OF INCORPORATION
=====

OF

CARTER CRAFT CONSTRUCTION, INC.

FILED

97 DEC 31 PM 12:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber of these articles of incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLES I
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NAME

EFFECTIVE DATE

1-1-98

The name of this corporation shall be :

CARTER CRAFT CONSTRUCTION, INC.

ARTICLE II
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NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is : to construct, manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, deal in, and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description: except that is not to conduct a banking, safe deposits, trusts, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, fraternal benefit society, state fair, or exposition.

ARTICLE III

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CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is seventy-five hundred (7500) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share.

ARTICLE IV

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ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is:

1522 W. ROBSON STREET, TAMPA, FL. 33604

The Board of Directors may from time to time, by by-law move the principal office to any other address in Florida.

ARTICLE V

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OFFICERS

This corporation shall have three (3) officers. The number of officers may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE VI
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INITIAL OFFICERS

The name and post office address of the members of the Board of Directors are:

NAME	TITLE	ADDRESS
BRYAN CARTER	PRESIDENT	1522 W. ROBSON ST. TAMPA, FL. 33604
RAYMOND CARTER	VICE PRESIDENT	1522 W. ROBSON ST. TAMPA, FL. 33604
BRIAN CUNNINGHAM	TREASURER	1522 W. ROBSON ST. TAMPA, FL. 33604

ARTICLE VII
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STOCKHOLDERS AND CONSIDERATION

The name and post office address of the subscriber of these articles of incorporation, the number of shares to take and the value of the consideration thereof are:

NAME AND ADDRESS	SHARES	CONSIDERATION
BRYAN CARTER 1522 W. ROBSON ST. TAMPA, FL. 33604	100	\$ 100.00
RAYMOND CARTER 1522 W. ROBSON ST. TAMPA, FL. 33604	10	\$ 10.00
BRIAN CUNNINGHAM 1522 W. ROBSON ST. TAMPA, FL. 33604	10	\$ 10.00

ARTICLE VIII
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EFFECTIVE DATE

The article of incorporation shall be effective on the date of January 1, 1998 with the approval of the State of Florida, Division of Corporations.

ARTICLE IX

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AMENDMENTS

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholder, and approved by a stockholder meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE X

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RESIDENT AGENT

BRYAN CARTER is designated as Resident Agent of this corporation, CARTER CRAFT CONSTRUCTION, INC. and will receive service of process at address: 1522 W. ROBSON ST.

TAMPA, FL. 33604

IN WITNESS WHEREOF, We, the undersigned, being each of the original subscribers to the capitol stock herein before names, have hereunto set our hands and seals this 11TH day of DECEMBER, 1997, for the purpose of forming this corporation to do business both within and without the State of Florida, and in pursuance of the Corporation Law of the State of Florida, do make and file in the Office of the Secretary of the State of Florida these articles of incorporation and certify that the facts herein stated are true.

-5-

Bryan Carter
BRYAN CARTER

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Before me personally appeared BRYAN CARTER to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 11TH day of DECEMBER, 1997.

Becky Jo Smith
Notary Public

CC-375136
Commission Number

5-13-98
My commission expires:

(seal)



FILED

97 DEC 31 PM 12:16

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATIONS, 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:

CARTER CRAFT CONSTRUCTION, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS

BRYAN CARTER
1522 W. ROBSON ST.
TAMPA, FL. 33604

SIGNATURE


(CORPORATE OFFICER)

TITLE: PRESIDENT

DATE: DECEMBER 11, 1997

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



DATE: DECEMBER 11, 1997