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REPLY TO:

Dunnellon Office

February 23, 1998

Secretary of State
Corporation Division
Post Office Box 6327
Tallahassee, Florida 32314

RE: WAYBRIGHT CONSTRUCTION, INC.

700002444957--4
-03/03/98--01002--009
****122.50 ****122.50

Gentlemen:

Enclosed herewith are the executed original and one (1) copy of the Articles of Incorporation for the above-referenced corporation.

I have also enclosed my trustee check number 1735 made payable to the Secretary of State in the amount of \$122.50 to cover the costs of the following:

| | |
|------------------------------|-----------|
| Filing Fee | \$ 35.00 |
| Certified Copy | 52.50 |
| Registered Agent Designation | 35.00 |
| TOTAL | \$ 122.50 |

Please file the original Articles and return the copy, once it is certified, to my office.

Thank you for your kind cooperation.

Very truly yours,

Robert J. Reynolds
Robert J. Reynolds

/bas

Enclosures

FILED
98 MAR -2 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-4403
DMC
2/24/98

FILED

ARTICLES OF INCORPORATION

98 MAR -2 AM 11:16

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WAYBRIGHT CONSTRUCTION, INC.

THE UNDERSIGNED, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

Article I - Name

The name of the corporation shall be:

WAYBRIGHT CONSTRUCTION, INC.

Article II - Location and Mailing Address

The Principal Office, mailing address, and Registered Office address of this Corporation are:

11295 S.W. 186th Circle
Dunnellon, Florida 34432

Article III - Purpose

The general purpose for which the Corporation is organized is the construction of residential homes and the transaction of any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act, the laws of the State of Florida or of the United States of America.

Article IV - Duration

The duration of the Corporation is to be perpetual. The date and time of the corporate existence is the time these Articles of Incorporation are filed with the Secretary of State's office.

Article V - Capital Stock

This Corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares."

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 11295 S.W. 186th Circle, Dunnellon, Florida 34432, and the name of the initial registered Agent of this Corporation at that office is MICHAEL WAYBRIGHT.

Article VII - Initial Board of Directors

This Corporation shall have two (2) Directors 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 and not more than five. The names and addresses of the initial Directors of this Corporation are as follows:

Michael Waybright
11295 S.W. 186th Circle
Dunnellon, Florida 34432

Darryl E. Maier
5878 W. Woodhill Court
Crystal River, Florida 34429

Article VIII - Incorporator

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

Michael Waybright
11295 S.W. 186th Circle
Dunnellon, Florida 34432

Darryl E. Maier
5878 W. Woodhill Court
Crystal River, Florida 34429

Article IX - Amendment

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 18 day of February, 1998.



MICHAEL WAYBRIGHT


DARRYL E. MAIER

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES. HE IS FAMILIAR WITH, AND ACCEPTS THE OBLIGATIONS OF THAT POSITION.

DATED THIS 18 DAY OF FEBRUARY, 1998.


MICHAEL WAYBRIGHT,
Registered Agent

STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, a Notary Public authorized in the State and County

set forth above, personally appeared Michael Waybright and Darryl E. Maier, known to me and known by me to be the persons who, as Incorporator, executed the foregoing Articles of Incorporation of WAYBRIGHT CONSTRUCTION, INC., and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 18th day of February, 1998.

(SEAL)


BARBARA A. SHAW
NOTARY PUBLIC

My Commission Expires:



Barbara A. Shaw
MY COMMISSION # CC695376 EXPIRES
November 11, 2001
BONDED THRU TROY FAIN INSURANCE, INC.