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February 26, 1998

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

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-03/10/98--01048--017
****122.50 ****122.50

RE: Live-In-Rooms

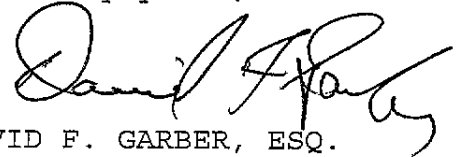
Dear Sirs,

Please find enclosed the original and one copy of Articles of Incorporation for the above referenced entity. Also enclosed is a check in the amount of \$122.50 to cover the filing fee and certified copy of the Articles of Incorporation. The corporation is authorized to issue one thousand (1,000) shares of capital stock with a par value of \$10.00 per share.

Please arrange for issuance of charter. If any additional information is needed, do not hesitate to contact me.

I have also enclosed a return Federal Express package for the certified copy of the Articles of Incorporation to be returned to me.

Sincerely yours,



DAVID F. GARBER, ESQ.

Dmc
3/11/98

DFG/gs
Enclosure

cc: Mr. and Mrs. Rooney

*Ginger gave
auth by phone
to add the capacity
of the signing
of the incorporator
3-11-98*

FILED
98 MAR 10 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LIVE-IN-ROOMS, INC.

FILED

98 MAR 10 AM 11:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is LIVE-IN-ROOMS, INC., the principal office of the corporation is 12693 East Tamiami Trail, Suite 125, Naples, Florida 34113. The mailing address of the corporation is 12693 East Tamiami Trail, Suite 125, Naples, Florida 34113.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to engage in residential construction and all such other lawful business as permitted by law.

FOURTH: The corporation shall be authorized to issue 1,000 shares at a par value of \$10.00 per share.

FIFTH: The initial address in Florida of the initial registered office of the corporation is 4532 East East Tamiami Trail, Suite 304, Naples, Florida 34112 and the name of the initial registered agent at such address is DAVID F. GARBES, ESQUIRE.

SIXTH: The initial board of directors shall consist of two (2) member. Members of the Board of Directors need not be residents of Florida or shareholders of the corporation.

SEVENTH: The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until successors shall have been elected and qualified are as follows:

Tucker Patrick Rooney, President
Marie D. Rooney, Vice President/Secretary

EIGHTH: The names and addresses of the initial incorporator is as follows:

Dig-M-Installers, Inc.
209 Larkspur Lane
Baltimore, Maryland 21220


NINTH: The shareholders shall have the power to adopt, amend, alter, and change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less

than a majority vote of the common stock, with the exception of Article Ten, which shall require unanimous vote for change.

TENTH: Stock may not be transferred without prior written corporate approval in accord with provisions of its by-laws.


ELEVENTH: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the share of the stock of this corporation as may be issued for money from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any stockholder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

IN WITNESS THEREOF, the undersigned has made and subscribed these articles of incorporation at Naples, Florida on the 5th day of March, 1998.


Dig-M-Installers, Inc.
Incorporator

Tucker Patrick Rooney, President

The undersigned does hereby accept appointment as registered agent for this corporation.


DAVID F. GARBEN, ESQUIRE
Registered Agent

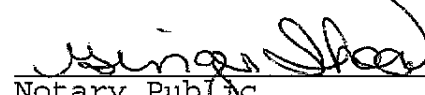
STATE OF FLORIDA
COUNTY OF COLLIER

Before me, the undersigned authority, personally appeared Tucker Rooney, who is the President of Dig-M-Installers, Inc. and who is well-known to be the person described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth. They are personally know to me or has produced Penn. Driver License as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Naples in said County and State this 5th day of March, 1998.



GINGER SHEA
My Commission CC427996
Expires Dec. 20, 1998
Bonded by ANB
800-852-5878


Notary Public
My Commission Expires: