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May 7, 1998

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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-05/11/98-01030-012
***122.50 ***122.50

RE: B & M LAND CONSTRUCTION, INC.

Dear Sir:

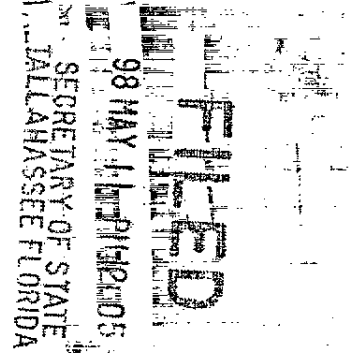
Enclosed please find the original and one copy of the Articles of Incorporation of B & M Land Construction, Inc. Also enclosed is my Trust Account Check in the sum of \$122.50 as and for your filing fee. I would appreciate your forwarding a copy of the Articles of Incorporation to my attention once they have been filed. I have enclosed a pre-addressed envelope for your convenience.

Your assistance in this regard is greatly appreciated.

Sincerely,

Dale S. Wilson
Dale S. Wilson

DSWpjjg
Enclosures



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FILED

98 MAY 11 PM 12:05

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

B & M LAND CONSTRUCTION, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under the laws of the State of Florida.

ARTICLE I.

The name of this Corporation is **B & M LAND CONSTRUCTION, INC.**

ARTICLE II. NATURE OF BUSINESS.

The general character, purpose, and nature of business to be transacted by this Corporation is: real estate development land clearing and construction and any other business activities proper and legal under the laws of the State of Florida.

ARTICLE III. CAPITOL STOCK.

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is one thousand shares of common stock, each share having a par value of \$1.00. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the shareholders; provided, however, that in the event of such designation, if specifically made by the shareholders, said stock shall be deemed voting.

ARTICLE IV. INITIAL CAPITAL.

The amount of capital with which this corporation shall begin business is \$1,000.00.

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address of the principal office of this Corporation is to be at 2141 Louie Carter Road, Maxville, FL 32234.

ARTICLE VII. RESIDENT AGENT.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in Compliance with said Act:

That B & M LAND CONSTRUCTION, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 2141 Louie Carter Road, Maxville, FL 32234, has named DALE L. CARTER as agent to accept service of process within the state at the address of 2141 Louie Carter Road, Maxville, FL 32234.

ACKNOWLEDGMENT

Having been named to accept service of process for B & M LAND CONSTRUCTION, INC., at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


RESIDENT AGENT: DALE L. CARTER

ARTICLE VIII.

The affairs of the Corporation shall be managed by its shareholders, rather than a Board of Directors.

ARTICLE IX. OFFICERS.

The initial officers of B & M LAND CONSTRUCTION, INC., who shall serve until their successors are elected are as follows:

Dale L. Carter, President/Vice-President
2141 Louie Carter Road
Maxville, FL 32234

Dale L. Carter, Secretary/Treasurer
2141 Louie Carter Road
Maxville, FL 32234

ARTICLE X. SUBSCRIBER.

The name and street address of the subscriber to these Articles of Incorporation is DALE L. CARTER, 2141 Louie Carter Road, Maxville, FL 32234.

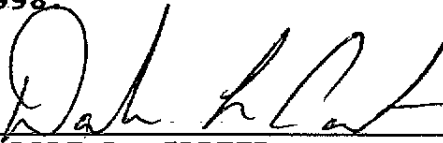
ARTICLE XI. EFFECTIVE DATE.

These Articles of Incorporation shall be effective on the date they are acknowledged.

ARTICLE XII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles be made.

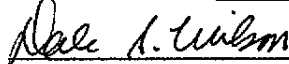
IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged and filed the foregoing Articles of Incorporation
under the laws of the State of Florida, this 6 day of
May, 1998.


DALE L. CARTER

State of Florida
County of Clay

Before me, the undersigned notary public, personally
appeared, DALE L. CARTER, to me well known to be the individual
described in and first being duly sworn, executed the foregoing
Articles of Incorporation and acknowledged before me that he
executed the same for the purposes therein expressed. I relied
upon the following form of identification: Florida Drivers License.

WITNESS MY HAND AND SEAL in the county and state above
named this 6th day of May, 1998.


NOTARY PUBLIC

My Commission Expires



Dale S. Wilson
MY COMMISSION # CC521004 EXPIRES
April 22, 2000
BONDED THRU TROY FAIR INSURANCE, INC.