

P98000045381

PETER T. FLOOD
ATTORNEY AT LAW
201 SOUTH AIRPORT ROAD
NAPLES, FLORIDA 34104
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ADMITTED TO PRACTICE IN MICHIGAN

May 15, 1998

Department of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

000002514210

05/06/98 01126 005

\$122.50

Attention: Beth Register

RE: RWB CUSTOM BUILDERS, INC.

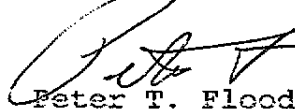
Dear Beth:

Enclosed herewith please find for filing the "revised" Articles of Incorporation for the above-referenced entity, together with a check in the amount of \$122.50 representing the filing fee.

Kindly file same in the usual manner and return a certified copy to the undersigned.

Thank you for your courtesy and attention to this matter.

Very truly yours,


Peter T. Flood

PTF:ldg
Enclosures

Check was already sent
with first letter + filing
and was not returned.
I assume is being held
by your office. Lisa

FILED
98 MAY 20 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BR 5/20/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 8, 1998

PETER T FLOOD ESQUIRE
201 SO AIRPORT ROAD
NAPLES, FL 34104

SUBJECT: RWB CUSTOM BUILDERS, INC.
Ref. Number: W98000010469

We have received your document for RWB CUSTOM BUILDERS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 198A00025531

*Added names
to Article VII
Both Registered*

ARTICLES OF INCORPORATION
OF
RWB CUSTOM BUILDERS, INC.

FILED
98 MAY 20 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of the corporation shall be; RWB CUSTOM BUILDERS, INC., 680 PINE VALE DRIVE, NAPLES, FLORIDA, 34104.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 20,000 shares of common stock with no par value.

The share authorization shall consist of one class of stock only, that being common stock.

The preferences, limitations and relative rights, qualifications or restrictions of this stock shall be as follows:

(a) Each share of common stock shall be entitled to one (1) vote.

(b) Such stock shall be deemed "Section 1244 stock" within the meaning of the Internal Revenue Code of 1954.

The common stock shall be issued when the Board of Directors so determine.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, and the date and time of its corporate existence shall commence upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agents and the street address of the initial Registered Office of this Corporation in the State of Florida shall be: MICHAEL R. FINLEY and ROBERT W. BUCHAN, 680 PINE VALE DRIVE, NAPLES, FLORIDA, 34104.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street addresses are:

MICHAEL R. FINLEY
680 PINE VALE DRIVE
NAPLES, FLORIDA 34104

ROBERT W. BUCHAN
680 PINE VALE DRIVE
NAPLES, FLORIDA 34104

ARTICLE VIII. INCORPORATORS

The name and street address of the persons signing these Articles of Incorporation as the Incorporators are:

MICHAEL R. FINLEY, 680 PINE VALE DRIVE, NAPLES, FLORIDA 34104

ROBERT W. BUCHAN, 680 PINE VALE DRIVE, NAPLES, FLORIDA 34104

ARTICLE IX.

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

ARTICLE X.

This Corporation shall be a "Sub-Chapter S" Corporation for Federal Income Tax purposes.

ARTICLE XI.

These Articles of Incorporation are executed by MICHAEL R. FINLEY and ROBERT W. BUCHAN, its Incorporators, in compliance with sec. 607.164 of the Florida statutes.

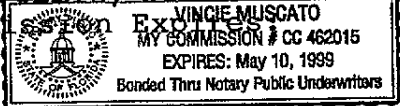
The undersigned, as incorporators, have executed the foregoing Articles of Incorporation on the 27th day of April, 1998.

Michael R. Finley
MICHAEL R. FINLEY
FLDL F540-556-61-048-0

Robert W. Buchan
ROBERT W. BUCHAN
FLDL B250-779-59-258-0

STATE OF FLORIDA
COUNTY OF COLLIER

Before me, a Notary Public, personally appeared MICHAEL R. FINLEY and ROBERT W. BUCHAN, to me known to be the persons described as incorporators and who executed the foregoing Articles of Incorporation on this 27th day of April, 1998.

Vincie Muscato
NOTARY PUBLIC, State of Florida
My Commission Expires
 VINCIE MUSCATO
MY COMMISSION # CC 462015
EXPIRES: May 10, 1999
Bonded Thru Notary Public Underwriters

Having been named to accept service of process for the above stated corporation, as the registered agent, at the Corporation's principal office address which is 680 PINE VALE DRIVE, NAPLES, FLORIDA, 34104, I hereby agree to act in this capacity, and I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

BY: Michael R. Finley
MICHAEL R. FINLEY

BY: Robert W. Buchan
ROBERT W. BUCHAN

This instrument prepared by:
Peter T. Flood, Esquire (#443077)
201 South Airport Road
Naples, FL 34104
(941) 263-2177

FILED
98 MAY -6 AM 7:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA