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November 16, 1998

Roderick Hilgeman
176 Bayview Drive
Naples, FL 34108

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-11/23/98--01045--014
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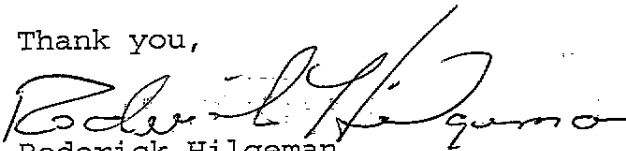
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Subject: Incorporation for Profit
Section 607.0120

Attached are the Articles of Incorporation for VANDERBILT CONSTRUCTION OF NAPLES, INC., to be recorded by the State of Florida. Please return a copy of these articles to Roderick Hilgeman, 176 Bayview Drived, Naples, FL 34108. Attached is Check # for Seventy Dollars for the filing and registration fees.

Questions relative to the corporation may be directed to Roderick Hilgeman, 941-566-1616 or mail to the address indicated.

Thank you,



Roderick Hilgeman

Incls:

Articles of Incorporation
Check #

EFFECTIVE DATE

11-16-98

FILED
98 NOV 23 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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11-25-98
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EFFECTIVE DATE
11-16-98

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VANDERBILT CONSTRUCTION OF NAPLES, INC.,

The undersigned for the purpose of forming a corporation for profit under the provisions of Chapter 607.0202, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on Corporations pursuant to the provisions thereof, and do hereby make, subscribe, certify, and acknowledge and file these Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of this corporation is:

VANDERBILT CONSTRUCTION OF NAPLES, INC.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual, and shall be deemed to have commenced its existence on November 16, 1998.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Aggregate number of shares which the corporation has authority to issue is One Hundred (100) all of which shall be common shares with a par value of \$ 1.00. The consideration for the issuance of shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor of services actually performed for the corporation.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the corporation is 6026 Taylor Road, Naples, FL 34109 and the name of the initial registered agent is Roderick Hilgeman, 6026 Taylor Road, Naples, FL 34109.

ARTICLE VI - DIRECTORS

The corporation shall be authorized to conduct business with one (1) or more directors; however, the maximum number of directors at any time shall not exceed ten (10) in number, and the beginning number of directors shall be one (1) in number, which number may be changed at any special or general meeting of the stockholders. The name and address of the first board of directors is:

NAME	ADDRESS
Roderick Hilgeman	176 Bayview Avenue, Naples, FL 34108

ARTICLE VII - INCORPORATOR

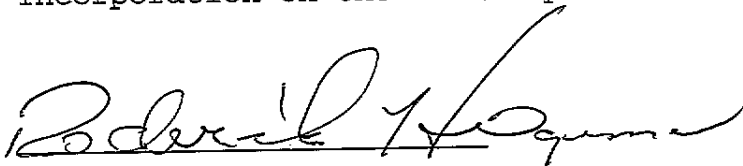
The name and address of the Incorporator is :

NAME	ADDRESS
Roderick Hilgeman	176 Bayview Avenue, Naples, FL 34108

ARTICLE VIII - BYLAWS

The bylaws of the corporation are to be made, altered, or rescinded by a majority vote of the stockholders of the corporation at either an annual or special meeting that may be called pursuant to the bylaws of the corporation. At any such meeting, for the purpose of making, altering, or rescinding by laws, there must be approval of such action by fifty-one (51%) percent of the stock holders of the corporation.

In witness whereof, we have executed the foregoing Articles of Incorporation on the 16th day of November 1998.



Roderick Hilgeman

APPOINTMENT OF INITIAL REGISTERED AGENT

VANDERBILT CONSTRUCTION OF NAPLES, INC., a corporation organizing under the laws of the State of Florida, with its principal place of business at 6026 Taylor Road, Naples, FL 34109, has named Roderick Hilgeman, 176 Bayview Avenue, Naples, FL 34108 its initial registered agent to accept service of process within the State of Florida.

Dated 11-20-98

Roderick Hilgeman
Roderick Hilgeman

FILED
98 NOV 23 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE

I agree, as Initial Registered Agent, to accept Service of Process; to keep the office open during prescribed hours; to post my name in some conspicuous place in the office as is required by law.

Roderick Hilgeman
Roderick Hilgeman
Registered Agent