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HENSON & PAUL P
ATTORNEYS

P.O. Box 386

TEN CHESTNUT SQUARE

CASHIERS, NORTH CAROLINA 28717-0386

J. EDWIN HENSON
PETER A. PAUL*
(*ALSO ADMITTED IN FLORIDA)

November 24, 1998

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Secretary of State of Florida
Corporate Information
409 East Gaines Street
Tallahassee, Florida 32399

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-11/25/98--01061--012
*****87.50 *****87.50

Re: R.C. WARD, INC.

Dear Sir:

Please file the enclosed Articles of Incorporation of R.C. WARD, INC. Also enclosed is our check in the amount of \$87.50 which represents \$78.75 for the filing fee and \$8.75 for the Certificate of Status.

Please return the conformed copy in the enclosed UPS Overnight envelope.

Very truly yours,

Jennifer A. Hall

Jennifer A. Hall
Assistant to Peter A. Paul

Enclosures
cc: R.C. Ward, Inc.

98 NOV 25 AM 9:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
R.C. WARD, INC.

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be R.C. WARD, INC.

ARTICLE II

The general nature of the business or businesses to be transacted by this corporation shall be:

To improve, construct, build and/or remodel houses, dwellings, and make improvements to real property including, but not limited to, the construction of single family residents, or any other improvements, of any nature including commercial or residential structures.

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned and invested.

To conduct its business, carry on its operations, and have offices and exercise the powers granted to corporations under the Florida Statutes both within and without this state.

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with these Articles of Incorporation or with the Florida Statutes, for the administration and regulation of the affairs of the corporation.

To make donations for the public welfare or for charitable, scientific, or educational purposes.

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of the directors, officers, and employees of the corporation, and for any or all of the directors, officers, and employees of any subsidiary of the corporation.

To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

The aggregate number of shares which the corporation is authorized to issue is Five Thousand (5,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE IV

The address of the principal office of the corporation is in care of Patrick Dugas, 599 Avenue K Southeast, Winter Haven, Florida 33880.

ARTICLE V

The street address of the initial registered office of the corporation is 599 Avenue K Southeast, Winter Haven, Florida 33880. The name of the initial registered agent at such address is Patrick Dugas.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ray C. Ward	Post Office Box 878 Cashiers, North Carolina 28717-0878
Mitzi Ward	Post Office Box 878 Cashiers, North Carolina 28717-0878

ARTICLE VII

The name and address of the incorporator of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Peter A. Paul	Post Office Box 386 Cashiers, North Carolina 28717-0386

ARTICLE VIII

The date corporate existence shall begin shall be December 10, 1998, provided that these Articles are filed with the Department of State within five (5) days of the date of subscription and acknowledgment, exclusive of legal holidays, and if not so filed, then the date of corporate existence shall be the date of such filing.

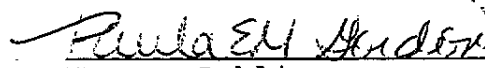
IN WITNESS WHEREOF, the undersigned, being the sole subscriber to these Articles of Incorporation, does hereby make and file the Articles of Incorporation, and certifies that the facts herein stated are true, and accordingly, has hereunto set his hand and seal at Cashiers, in the County of Jackson, State of North Carolina, this 24th day of November, 1998.



Peter A. Paul

State of North Carolina
County of MACON

SWORN TO and subscribed before me this 24th day of November, 1998, by Peter A. Paul, who is personally known to me.



Notary Public
My Commission Expires: 2-14-2000

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TALLAHASSEE, FLORIDA