

Evelyn Noel - Accountant

MEMBER NATIONAL ASSOCIATION OF PUBLIC ACCOUNTANTS

3711 TROUT RIVER BLVD.
JACKSONVILLE, FLORIDA 32208
TELEPHONE: 768-6486
FAX: 764-1881

December 4, 1998

State of Florida
Corporation Division
5050 W Tennessee Street
Tallahassee, Florida 32399-0120

000002709570-2
-12/10/98-01039-017
****122.50 ****78.75

re: Barratt Builders Inc

Gentlemen:

In reference to the above mentioned newly formed Corporation and in reference to the attached forms, I am enclosing my check to cover the cost of Incorporating plus the cost for a copy proving we are incorporated as of the date attached.

If additional information is needed please feel free to advise.

Sincerely,



Evelyn Noel

cc; file

FILED
98 DEC 10 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION
OF

BARRATT BUILDERS INC.

The undersigned subscriber(s) to these Articles of Incorporation, a natural person competent to contract hereby subscribes to and forms a corporation for profit under the laws of the State of Fla.

ARTICLE I-NAME

The name of Corporation is Barratt Builders Inc.

ARTICLE II-NATURE OF BUSINESS

This corporation may engage in any activity of business permitted under the laws of the United States and of this State. The above named Corporation will be a Building Contractor both Commercial and Residential.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One hundred shares (100) shares of common stock, each share having the par value of one Dollar (\$1).

ARTICLE IV-INITIAL CAPITAL

The amount of the capital stock which this Corporation shall began business with is One Hundred Dollars (\$100).

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 2721 Marshland Drive Jacksonville, Florida 32226.

ARTICLE VII- DIRECTOR (S)

This Corporation shall have one Director (s) initially, whose name (s) and street address (es) are as follows:

FILED
98 DEC 10 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NAME

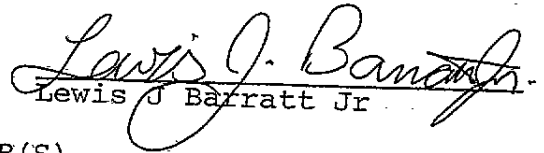
ADDRESS

Lewis J Barratt Jr

2721 Marshland Drive Jacksonville, Fla 32226

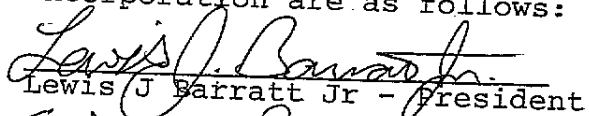
I, Lewis J Barratt Jr of 2721 Marshland Drive, Jacksonville, Fla 32226

hereby am familar with and do hereby understand all responsibilities
of registered agent for Barratt Builders Inc.


Lewis J Barratt Jr

ARTICLE VIII-SUBSCRIBER(S)

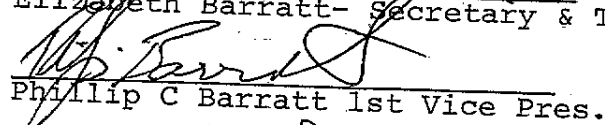
The name and street address of the Subscriber(s) to these Articles of
Incorporation are as follows:


Lewis J Barratt Jr - President

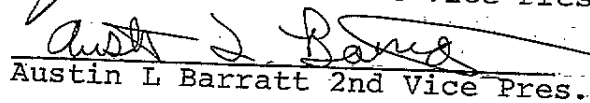
2721 Marshland Drive Jax Fla 32226


Elizabeth Barratt- Secretary & Treasurer

2721 Marshland Dr Jax Fla 32226


Phillip C Barratt 1st Vice Pres.

2721 Marshland Drive Jax Fla 32226

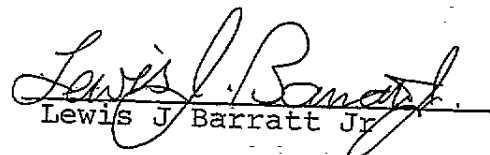

Austin L Barratt 2nd Vice Pres.

2721 Marshland Drive Jax Fla 32226

We the above agree and do understand the full responsibilities of each
office and duly assigned office. We sign after reading and do hereby
agree.

ARTICLE IX- REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Initial Registered Office of this Corporation
is 2721 Marshland Drive Jacksonville, Florida 32226, and the name of
the Initial Registered Agent of this Corporation is Lewis J Barratt Jr
whose address is 2721 Marshland Drive Jacksonville, Fla 32226. I hereby
accept the office and do hereby agree to do the job to the best of my
ability.


Lewis J Barratt Jr

ARTICLE X- DATE OF CORPORATION

The Officers and Registered Agent has all agreed that the date of

Barratt Builders Inc is to be December 10, 1998.

Lewis J. Barratt Jr.
Lewis J Barratt Jr

Elizabeth Barratt
Elizabeth Barratt

X Phillip C Barratt
Phillip C Barratt

Austin L Barratt
Austin L Barratt

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 10 day of December, 1998.

State of Florida

County of Duval

Before me Personally appeared, Lewis J Barratt, Elizabeth Barratt, Phillip C Barratt, and Austin L Barratt all well known and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE Named before me this 3rd day of December, 1998.

FILED
98 DEC 10 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA