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Damian J. Bavuso, CPA
24 Cathedral Place Suite 200
St. Augustine, FL 32084
(904) 826-4427
Fax (904) 826-4461

February 24, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir/Madam,

Enclosed are the Articles of Incorporation for Southland Dream Homes, Inc., Registered Agent Acceptance, and a Check in the amount of \$78.50 to cover the following charges:

Filing Fee	\$35.00
Registered Agent Designation	\$35.00
Certified copy of Articles of Incorporation	<u>\$ 8.75</u> \$78.50

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Please file the enclosed Articles of Incorporation and forward a certified copy of the same to:

Damian J. Bavuso, CPA
24 Cathedral Place Suite 200
St. Augustine, FL 32084

If you need any additional information, please contact my office at (904) 826-4427.

Sincerely,


Damian J. Bavuso

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
of
SOUTHLAND DREAM HOMES, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Southland Dream Homes, Inc.

**ARTICLE II
SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares with a par value of \$1.00 per share.

**ARTICLE III
PRINCIPLE OFFICE**

The principle place of business and mailing address of the corporation is:

Southland Dream Homes, Inc.
149 Vilano Road
St. Augustine, FL 32095

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Thomas R. Driggers
149 Vilano Road
St. Johns County County
St. Augustine, FL 32095

**ARTICLE V
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE VI
DIRECTORS**

The name and residence address of the person constituting the initial board of directors is:

Thomas R. Driggers
149 Vilano Road
St. Augustine, FL 32095

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



Thomas R. Driggers, Incorporator
149 Vilano Road
St. Augustine, FL 32095

**Certificate of Designation of
Registered Agent/Registered Office**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the law of the state of Florida, submits the following statement in designating the Registered Office/ Registered Agent, in the state of Florida.

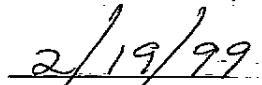
The name of the corporation is Southland Dream Homes, Inc.

The name and address of the Registered Agent and Registered Office is:

Thomas R. Driggers
149 Vilano Road
St. Augustine, FL 32095

Having been named as a Registered Agent and to accept the service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Thomas R. Driggers


Date

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TALLAHASSEE FLORIDA