

V. KEITH WELLS, P.A.

ATTORNEY AT LAW

4300 Bayou Blvd., Suite 7
Pensacola, Florida 32503
(850) 432-4444
FAX (850) 432-3737

V. KEITH WELLS

Personal Injury & Wrongful Death
Social Security Disability

MAILING ADDRESS:

Post Office Box 12159
Pensacola, Florida 32590-2159

P99 0000 29258

March 24, 1999

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

Re: Articles of Incorporation
Southern Tradition Homebuilders, Inc.

900002820129--2
-03/26/99--01085--001
*****78.75 *****78.75

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for Southern Home Tradition Homebuilders, Inc., along with my filing fee check in the amount of \$78.75, which represents the filing fee and charge for the certified copy.

Thank you for your attention to this matter.

Sincerely,


V. Keith Wells

VKW:md
Enc.

FILED
99 MAR 26 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/31/99 -
S.D.

**ARTICLES OF INCORPORATION
OF
SOUTHERN TRADITION HOMEBUILDERS, INC.**

FILED
99 MAR 26 AM 8:00
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators for a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be: SOUTHERN TRADITION HOMEBUILDERS, INC.

ARTICLE II. NATURE OF BUSINESS

The purpose of this corporation shall be unlimited as to engage in any lawful activities as are generally connected with the course and purpose of profit-making.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares, each with a par value of One Dollar (\$1.00); the initial issue will be six hundred (600) shares of stock. The corporation may increase the number of authorized stock from time to time as may be necessary.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is the sum of six hundred (\$600.00) dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist perpetually and upon the filing of these Articles

of Incorporation with and acceptance by the Secretary of State of the State of Florida.

ARTICLE VI. ADDRESS

The street address for the initial office of the corporation in the State of Florida is 235 East Nine Mile Road, Pensacola, Florida 32514. The Board of Directors may from time to time move the said office to any other address in Florida.

ARTICLE VII. DIRECTORS

The number of directors of this corporation shall be not less than one (1) nor more than nine (9). The corporation shall begin business with three (3) directors and that number may be increased or decreased within the limitations set forth herein by the by-laws of the corporation.

ARTICLE VIII. INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors of this corporation and the office held by each are:

NAME	OFFICE HELD	ADDRESS
Caryl Anne Jewell	President	5733 Ridgefield Ct. Milton, FL 32583
Luke Newman Shows	Vice President	828 Tullahoma Dr. Auburn, AL 36830
David Franklin Jewell	Secretary/ Treasurer	5733 Ridgefield Ct. Milton, FL 32583

ARTICLE IX. SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

Caryl Ann Jewell 5733 Ridgefield Ct.
Milton, FL 32583

Luke Newman Shows 828 Tullahoma Dr.
Auburn, AL 36830

David Franklin Jewell 5733 Ridgefield Ct.
Milton, FL 32583

ARTICLE X. RESIDENT AGENT

The Resident Agent for service of process for this corporation shall be V.
KEITH WELLS, 4300 Bayou Boulevard, Suite 7, Pensacola, FL 32503.

ARTICLE XI. AMENDMENT

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 a majority of the stock entitled to vote thereon, unless all the Directors and stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we, the undersigned incorporators, have hereunto set our hands and seals on this the 24th day of March, 1999.

Caryl Anne Jewell
CARYL ANNE JEWELL

Luke Newman Shows
LUKE NEWMAN SHOWS

David Franklin Jewell
DAVID FRANKLIN JEWELL

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 24th day of March, 1999, by CARYL ANNE JEWELL AND DAVID FRANKLIN JEWELL, who have produced a valid Florida Driver's License as identification, and who did/did not take an oath, and acknowledged that they signed the foregoing for the uses and purposes therein set forth.

MARIANNE R. DeGRADO
Notary Public - State of Florida
My Commission Expires Jan. 14, 2003
Comm. # CC 787605

Marianne R. DeGrado
Notary Public (signature)

Marianne R. DeGrado
Name of Notary Public (typed/printed)

STATE OF Florida
COUNTY OF Escambia

The foregoing instrument was acknowledged before me this 24th day of March, 1999, by LUKE NEWMAN SHOWS, who has produced a valid Florida Driver's License as identification, and who did/did not take an oath, and acknowledged that he signed the foregoing for the uses and purposes therein set forth.

Marianne R. DeGrado
Notary Public (signature)

Marianne R. DeGrado
Name of Notary Public (typed/printed)

MARIANNE R. DeGRADO
Notary Public - State of Florida
My Commission Expires Jan. 14, 2003
Comm. # CC 787605

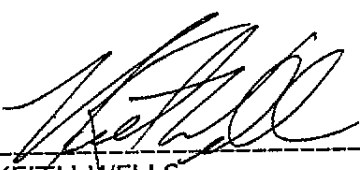
DESIGNATION AND ACCEPTANCE FOR RESIDENT AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That SOUTHERN TRADITION HOMEBUILDERS, INC., desiring to organize under the laws of the State of Florida, has named V. KEITH WELLS, 4300 Bayou Boulevard, Suite 7, Pensacola, Florida 32503, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



V. KEITH WELLS
Registered Agent

FILED
99 MAR 26 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA