THE UNITED STATES **CORPORATION**

MAY 27 PM 1: 16 99

ACCOUNT NO. : 07210000032

SECRETARY OF STATE

200002888052

REFERENCE: 255509

126396A

TALLAHASSEE, FLORIDA

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE: May 26, 1999

ORDER TIME : 9:07 AM

ORDER NO. : 255509-005

CUSTOMER NO: 126396A

CUSTOMER: John L. Licciardi, Esq

JOHN L. LICCIARDI, ESQ JOHN L. LICCIARDI, ESQ

1400 Gulf Shore Blvd. North

Suite 208b

Naples, FL 34102

DOMESTIC FILING

NAME:

TMF CONSTRUCTION, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION ___ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY

PLAIN STAMPED COPY

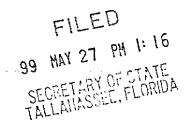
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Mimi Stephens

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF



TMF CONSTRUCTION, 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 - NAME

The name of the Corporation is:

TMF CONSTRUCTION, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is:

693 Pompano Dr., Naples, FL 34110

ARTICLE III - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business with all the powers, permitted under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify as a S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation and the name of its initial registered agent at that office is:

693 Pompano Dr., Naples, FL 34110 Charles E. Fraley

ARTICLE VIII - BOARD OF DIRECTORS

This Corporation shall have one (1) Initial Director. The number of Directors may be increased or diminished from time to time by the By-Laws of this Corporation, but shall never be less than one (1).

ARTICLE IX - INITIAL DIRECTOR

The name of the Initial Director of this Corporation and his street address is:

Charles E. Fraley 693 Pompano Dr., Naples, FL 34110

The person named as the Initial Director shall hold office until the first Annual Meeting of the Shareholders of this Corporation, and thereafter until his respective successor is chosen and qualified, or until his respective earlier resignation or removal.

ARTICLE X - INCORPORATOR

The names and street address of the person signing these Articles of Incorporation is:

Charles E. Fraley 693 Pompano Dr., Naples, FL 34110

FILED

99 MAY 27 PM 1: 16

SECRETARY OF STATE
TATLANAMELE, FLORIDA

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any and all provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed the foregoing on the 2157 day of May, 1999.

INCORPORATOR:

Charle

REGISTERED AGENT:

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated above, 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.

Charles E. Fralev

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this ____day of May. 1999, by CHARLES E. FRALEY, who is

) personally known to me or

produced a driver's license as identification.

Notary Public

My Commission Expires:

