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DAVID A. SAPP, P.A.

ATTORNEY AT LAW

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July 14, 1999

Florida Secretary of State
Post Office Box 6327
Tallahassee, Florida 23214

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-07/16/99--01048--008
*****78.75 *****78.75

RE: Articles of Incorporation for: McCluskey Custom Homes, Inc.

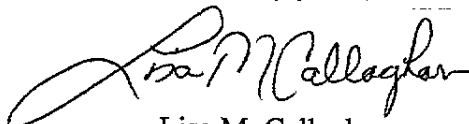
Dear Sir/Madam:

Enclosed, please find the original and one copy of the Articles of Incorporation with reference to the above corporation. Please file the original with your office and return one certified copy to my office at your earliest convenience.

Also included is our firm check in the amount of \$78.75 which includes \$35.00 filing fee for profit corporations; \$35.00 certificate designating resident agent; and \$8.75 for certified copies of the Articles of Incorporation.

If there are any questions, please contact our office.

Very truly yours,



Lisa M. Callaghan
Paralegal to:
David A. Sapp

:lmc
Enclosure (s)

FILED
99 JUL 16 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
McCLUSKEY CUSTOM HOMES, INC.

FILED
99 JUL 16 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida Corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the corporation is **McCLUSKEY CUSTOM HOMES, INC.**, and the principal place of business and mailing address is 82 East Nine Mile Road, Pensacola, Florida 32534.

ARTICLE II
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1000) shares of One Cent (\$0.01) par value common stock.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial Registered Agent of the Corporation is David P. McCluskey, Jr., whose address is 82 East Nine Mile Road, Pensacola, Florida 32534.

ARTICLE V
INITIAL BOARD OF DIRECTORS

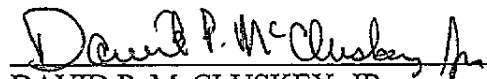
The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and until his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and address of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
David P. McCluskey, Jr.	82 East Nine Mile Road Pensacola, Florida 32534
Karen Kathleen McCluskey	82 East Nine Mile Road Pensacola, Florida 32534

ARTICLE VI
INCORPORATOR

The name and address of the person signing these articles is David P. McCluskey, Jr., 82 East Nine Mile Road, Pensacola, Florida, 32534.

IN WITNESS WHEREOF the undersigned has executed these Articles of Incorporation this
12th day of July, 1999.




DAVID P. McCLUSKEY, JR.


STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared DAVID P. McCLUSKEY, JR., known by me personally to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me under oath that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 12th day of July, 1999.

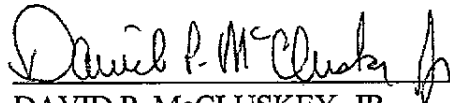


Notary Public - State of Florida
My Commission Expires **DAVID A. SAPP**
My comm. exp. April 28, 2003
CC 831335
 **() Personally Known () Other**

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, DAVID P. McCLUSKEY, JR., hereby accept the appointment as registered agent for
MCCLUSKEY CUSTOM HOMES, INC., as set forth in its Articles of Incorporation being filed
herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 12th day
of July, 1999.



DAVID P. McCLUSKEY, JR.

FILED
99 JUL 16 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA