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Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 10/16

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*****78.75

Corporation(s) Name

Pre-Owned Homes USA Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Profit
 Nonprofit
 Amendment
 Merger

Foreign
 LLC
 Dissolution
 Withdrawal
 Mark

Limited Partnership
 Reinstatement
 UCC () 1 or () 3
 UBR
 Fictitious Name
 Other
 Ch. RA

***Special Instructions**

Certified Copy
 Photocopies
 CUS
 Parts/amends/mergers () Other-See Above

Walk in
 Pick-up
 Will Wait

Please Return Filed Stamped
Copies To:

Carol Clark

Thank You!

Handwritten signature

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: PRE-OWNED HOMES USA INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ROBERT H. PRESTON

(Name of Person)

PRESTON & PRESTON, P.C.

(Firm/Company)

250 EAST WARD STREET (P. O. BOX 499)

(Address)

DOUGLAS, GA 31533

(City/State/Zip)

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Should you need to call someone concerning this matter, please call:

Robert H. Preston

(Name of Person)

at (912) 384-4700

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

\$70.00 Filing Fee

\$78.75 Filing Fee &
Certificate of Status

\$78.75 Filing Fee &
Certified Copy

\$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. PRE-OWNED HOMES USA INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. GEORGIA 3. 58-2427478
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 16, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. a. 1009 Sylvia Drive, Ashburn, GA 31714
(Principal office address)
- b. 1009 Sylvia Drive, Ashburn, GA 31714
(Current mailing address)
8. Refurbish mobile homes
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)
- Name: CT CORPORATION SYSTEM
- Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dale W. Morris

(Registered agent's signature)

DALE W. MORRIS
ASSISTANT VICE PRESIDENT

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chief Executive Officer:

~~Chairman:~~ Josh Gelder

Address: 1009 Sylvania Drive

Ashburn, GA 31710

~~Vice Chairman:~~ DIRECTOR Josh Gelder

Address: 1009 Sylvania Drive

Ashburn, GA 31714

Director: Roger Snow

Address: 1009 Sylvania Drive

Ashburn, GA 31710

Director: David Baxt

Address: 254 E. 68th Street, Apt. 25-B

New York, NY 10021

B. OFFICERS

President: Josh Gelder

Address: 1009 Sylvania Drive

Ashburn, GA 31714

Vice President: Rober Snow

Address: 1009 Sylvania Drive

Ashburn, GA 31714

Secretary: David Baxt

Address: 254 E. 68th Street, Apt. 25-B

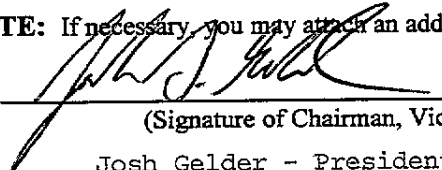
New York, NY 10021

Treasurer: David Baxt

Address: 254 E. 68th Street, Apt. 25-B

New York, NY 10021

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  9/26/00
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Josh Gelder - President

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 002450339
CONTROL NUMBER : K842183
DATE INC/AUTH/FILED: 11/16/1998
JURISDICTION : GEORGIA
PRINT DATE : 09/01/2000
FORM NUMBER : 211

PRESTON & PRESTON, P.C.
250 EAST WARD STREET
DOUGLAS, GA 31533

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TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

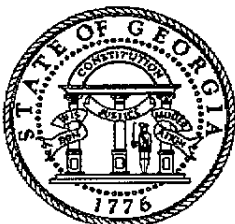
PRE-OWNED HOMES USA INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Cathy Cox



Cathy Cox
Secretary of State