

P36059

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MERGER OR SHARE EXCHANGE

D.R. Horton, Inc.

Certificate of Status	0
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Page Count	01
Estimated Charge	\$70.00

Merger
12/23/02

ARTICLES OF MERGER
Merger Sheet

MERGING:

CONTINENTAL HOMES OF FLORIDA, INC., a Florida corporation, 341842

into

D. R. HORTON, INC., a Delaware entity P36059

File date: December 23, 2002 , effective January 1, 2003

Corporate Specialist: Darlene Connell

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**ARTICLES OF MERGER OF
CONTINENTAL HOMES OF FLORIDA, INC.
INTO
D. R. HORTON, INC.**

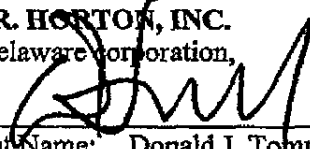
These Articles of Merger are submitted in accordance with Section 607.1107, Florida Statutes.

1. The surviving corporation is D.R. Horton, Inc., a Delaware corporation.
2. The merging corporation is Continental Homes of Florida, Inc., a Florida corporation.
3. The Agreement and Plan of Merger is attached hereto as Exhibit "A" and by this reference is made a part hereof.
4. The Agreement and Plan of Merger was adopted by the Board of Directors and approved by the shareholders of Continental Homes of Florida, Inc. on December 13, 2002.
5. The Agreement and Plan of Merger was adopted by the Board of Directors of D.R. Horton, Inc. on December 13, 2002 and stockholder approval of D.R. Horton, Inc. was not required.
6. The merger shall be effective as of January 1, 2003.

EFFECTIVE DATE
01-01-03

IN WITNESS WHEREOF, the undersigned sign these Articles of Merger as of this 19th day of December, 2002.

D. R. HORTON, INC.
a Delaware corporation,

By: 
Print Name: Donald J. Tomnitz
Title: Vice Chairman, Chief Executive Officer and President

**CONTINENTAL HOMES OF
FLORIDA, INC.**
a Florida corporation,

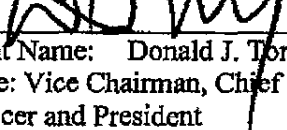
By: 
Print Name: Donald J. Tomnitz
Title: Vice Chairman, Chief Executive Officer and President

EXHIBIT A

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AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (the "Plan of Merger") is a Plan of Reorganization dated as of December 18, 2002, pursuant to Section 607.1104, Florida Statutes, for the merger of **CONTINENTAL HOMES OF FLORIDA, INC.**, a Florida corporation, into **D.R. HORTON, INC.**, a Delaware corporation. **D.R. HORTON, INC.** is to be the surviving corporation.

BACKGROUND

(1) **CONTINENTAL HOMES OF FLORIDA, INC.** is a Florida corporation. **CONTINENTAL HOMES OF FLORIDA, INC.**'S total issued and outstanding capital stock consists of 1,000 shares of common stock, par value \$0.01 per share, all of which is owned by **D.R. HORTON, INC.**, a Delaware corporation.

(2) Administrative and operating efficiencies can be achieved by merging **CONTINENTAL HOMES OF FLORIDA, INC.** into **D.R. HORTON, INC.** resulting in a single corporation.

MERGER PROVISIONS

In accordance with the provisions of this Plan of Merger, the Florida Business Corporation Act, and the Delaware General Corporation Laws at the Effective Time (as defined below), **CONTINENTAL HOMES OF FLORIDA, INC.** shall be merged into **D.R. HORTON, INC.** (the "Merger") and the separate corporate existence of **CONTINENTAL HOMES OF FLORIDA, INC.** shall cease and **D.R. HORTON, INC.** (the "Surviving Corporation") shall continue its corporate existence as a Delaware corporation pursuant to the laws of Delaware (**CONTINENTAL HOMES OF FLORIDA, INC.** and **D.R. HORTON, INC.** are herein collectively referred to as the "Constituent Corporations").

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1. The Merger shall become effective as of January 1, 2003 (the "Effective Time").
2. The Surviving Corporation shall possess and retain every interest in all assets and property of every description of each of the Constituent Corporations. The rights, privileges and immunities, powers, franchises and authority of a public as well as of a private nature of each of the Constituent Corporations shall be vested in the Surviving Corporation without further act or deed subject, however, to the limitations on the powers of **D.R. HORTON, INC.** imposed by its Certificate of Incorporation and Delaware law. The title to and any interest in all real and personal property vested in any of the Constituent Corporations shall not revert or in any way be impaired by reason of the Merger.
3. All obligations belonging to or due to each of the Constituent Corporations shall be vested in the Surviving Corporation without further act or deed, and the Surviving Corporation shall be liable for all obligations of each of the Constituent Corporations existing as of the Effective Time.
4. The Certificate of Incorporation of **D.R. HORTON, INC.** in effect immediately prior to the Effective Time shall continue without change and be the Certificate of Incorporation of the Surviving Corporation.
5. At the Effective Time, by virtue of the Merger and without any action on the part of the parties or otherwise, each issued and outstanding share of stock of **CONTINENTAL HOMES OF FLORIDA, INC.** shall be cancelled without payment of any consideration and without any conversion.

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6. This Plan of Merger may be abandoned without approval of the stockholders of **D.R. HORTON, INC.** at any time prior to filing the Articles of Merger. The procedure for abandoning the Plan of Merger shall be the adoption of a resolution to abandon the merger by the Board of Directors of **D.R. HORTON, INC.** followed by written notice to the respective presidents of the two corporations who are a party to the Merger.

CERTIFICATION

CONTINENTAL HOMES OF FLORIDA, INC. hereby certifies that the foregoing Plan of Merger was adopted and approved by the Board of Directors and Shareholders of **CONTINENTAL HOMES OF FLORIDA, INC.** as of December 13, 2002.

CONTINENTAL HOMES OF FLORIDA, INC.
a Florida corporation,

By: 

Print Name: Donald J. Tomnitz

Title: Vice Chairman, Chief Executive Officer and President

D.R. HORTON, INC. hereby certifies that the foregoing Plan of Merger was adopted and approved by the Board of Directors of **D.R. HORTON, INC.** as of December 13, 2002.

D. R. HORTON, INC.
a Delaware corporation,

By: 

Print Name: Donald J. Tomnitz

Title: Vice Chairman, Chief Executive Officer and President

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