

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

**PAID 39751**

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*[Handwritten Signature]*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	5/6/97	_____	_____
TIME	9:10	_____	CK No. _____
BY	LS	_____	_____

WALK-IN  
 Will Pick Up \_\_\_\_\_

RE: Century Homes,

	C. FEE.	DISBURSED
Capital Express	_____	_____
Art. of Inc. _____	_____	_____
Corp. Record Search	_____	_____
Ltd. Partnership File	_____	_____
Foreign Corp. File	_____	_____
<input checked="" type="checkbox"/> Cert. Copy (s) photo	_____	_____
Art. of Amend. File	_____	_____
Dissolution/Withdrawal	_____	_____
C U S-	_____	_____
Fictitious Name File	_____	_____
Name Reservation	_____	_____
Annual Report/Reinstatement	_____	_____
Reg. Agent Service	_____	_____
Document Filing	_____	_____
Corporate Kit	_____	_____
Vehicle Search # 00002165174--5	_____	_____
Driving Record -05/05/97--01020--017	_____	_____
Document Retrieval *****70.00 *****70.00	_____	_____
UCC 1 or 3 File	_____	_____
UCC 11 Search	_____	_____
UCC 11 Retrieval	_____	_____
File No.'s, _____ Copies	_____	_____
Courier Service	_____	_____
Shipping/Handling	_____	_____
Phone ( )	_____	_____
Top Priority	_____	_____
Express Mail Prep.	_____	_____
FAX ( ) pgs.	_____	_____
<b>SUBTOTALS</b>	_____	_____

**EFFECTIVE DATE**  
 5-2-97

FEE.....	_____
DISBURSED.....	_____
SURCHARGE.....	_____
TAX on corporate supplies.....	_____
SUBTOTAL.....	_____
PREPAID.....	_____
BALANCE DUE.....	_____

97 MAY -5 PM 1:07  
 RECEIVED  
 DIVISION OF CORPORATE

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU!  
 from  
 Your Capital Connection

**ARTICLES OF INCORPORATION  
OF  
CENTURY HOMES, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
97 MAY -5 PM 1:07  
FILED

THE UNDERSIGNED, acting as the incorporator of a corporation, in accordance with the Florida General Corporation Act, Chapter 607, of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this corporation is Century Homes, Inc.

EFFECTIVE DATE  
5-2-97

**ARTICLE II - EFFECTIVE DATE AND DURATION**

The duration of this corporation is perpetual commencing on the date of execution and acknowledgement of the articles.

**ARTICLE III - PURPOSE**

The purpose or purposes of this corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - STOCK**

The aggregate number of shares which this corporation shall have authority to issue is 1,200 shares of Common Stock at One Dollar (\$1.00) par value per share.

**ARTICLE V - CAPITAL**

The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

**ARTICLE VI - AMENDMENT**

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a shareholders meeting called for that purpose.

**ARTICLE VII - INITIAL OFFICE AND AGENT**

The street address of this corporation's initial registered office in Florida is 11382 Prosperity Farms Road, Suite 227, Palm Beach Gardens, Florida 33410 and the name of its initial registered agent at that address is Philip H. Forbes, Esquire.

**ARTICLE VIII - DIRECTORS**

The number of directors constituting the initial Board of Directors of this corporation is four (4). The names and addresses of the person(s) who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Michael Blackwood	1201 General Point Trace Palm Beach Gardens, FL 33418
Douglas C. Boulter	116 Tim Mara Dr. Jupiter, FL 33477
Anthony Carbo	14976 Temple Dr. Loxahatchee, FL
George F. Powers	3709 Russell Rd. Woodbridge, VA 22192

**ARTICLE IX - INCORPORATOR**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Michael Blackwood	1201 General Point Trace Palm Beach Gardens, FL 33418

**ARTICLE X - COMMON DIRECTORS**

**TRANSACTIONS BETWEEN CORPORATIONS**

No contract or other transaction between this corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors are directors or officers or are financially interested, shall either be void or voidable because of such relationship or interest, or because such director or directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes,

approves, or ratifies such contract or transaction, or because his, her or their votes are counted for such purpose if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested director; or (b) the fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or (c) the contract is fair and reasonable to the corporation.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves, or ratifies such contract or transactions.

**ARTICLE XI - BYLAWS**

The Bylaws of the corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of shareholders at any meeting thereof.

**ARTICLE XII - PRINCIPAL OFFICE**

The address of the Principal Office and Mailing Address is 1201 General Pointe Trace, Palm Beach Gardens, Florida 33418.

IN WITNESS THEREOF, the undersigned have executed these Articles of Incorporation, this 2<sup>nd</sup> day of May, 1997.



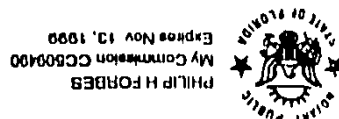
Michael Blackwood,  
Incorporator

STATE OF FLORIDA        )  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of May, 1997, by Michael Blackwood, who is personally known to me or who produced Florida Driver License as identification and who did not take an oath.



Notary Public, State of Florida  
My commission expires:



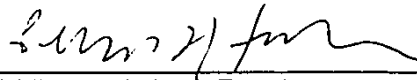
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with the Florida Statutes, the following is submitted:

Century Homes, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the foregoing Articles of Incorporation, State of Florida, has named Philip H. Forbes, Esquire, located at 11382 Prosperity Farms Road, Suite 227, Palm Beach Gardens, Florida 33410, as its agent to accept service of process within Florida, and as its Statutory Registered Agent.

**ACKNOWLEDGEMENT AND ACCEPTANCE**

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Philip H. Forbes, Esquire  
Registered Agent

STATE OF FLORIDA            )  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 2nd day of May, 1997, by Philip H. Forbes who is personally known to me or who produced \_\_\_\_\_ as identification and who did not take an oath.



Notary Public, State of Florida  
My commission expires:



CARI A. PODESTA  
COMMISSION # CC 553769  
EXPIRES JUN 23, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

FILED  
97 MAY -5 PM 1:07  
NOTARY PUBLIC STATE OF FLORIDA