



CHAMPION
ENTERPRISES, INC.

Corporate Headquarters
Suite 300
2701 University Drive
Auburn Hills, Michigan 48326
(248) 340-0880
FAX: (248) 340-0888

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-09/14/00-01045-002
*****87.50 *****87.50

Bozana Miladinovich
Legal
Corporate Legal Affairs
Direct: (248) 340-7793
Fax: (248) 340-7773

August 28, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Genesis Home Centers, Limited Partnership; Champion GP, Inc.

Dear Corporation:

As you requested by your letter dated August 16, 2000, enclosed is an Application by Foreign Corporation for Authorization to Transact Business in Florida of Champion GP, Inc. in connection with Application by Foreign Limited Partnership for Authorization to Transact Business in Florida of Genesis Home Centers, Limited Partnership. Also enclosed is a check for the \$ 87.50 filing fee and a copy of your letter.

If you have any questions, please contact me at (248) 340-7793. The acknowledgment should be addressed to me, Bozana Miladinovich, 2701 Cambridge Ct., Suite 300, Auburn Hills, MI 48326. Thank you for your attention to this matter.

Name	Availability
Document	
Examiner	DCC
Interpreter	DCC
Interpreter	DCC
Interpreter	DCC
Acknowledgement	DCC
Interpreter	DCC

Sincerely,
Bozana Miladinovich
Bozana Miladinovich
Legal
Corporate Legal Affairs

C. TAX
FILING 70.00
D. AGENT FEE
C. COPY 17.50
N. CHECK
D. USE DUE
REFUND

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FO00000005182

7 pages

FO000000021652

CT CORPORATION SYSTEM

September 12, 2000

VIA Federal Express

Diane Cushing
Florida Department of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Champion GP, Inc.
Genesis Home Centers, Limited Partnership

Dear Ms. Cushing:

As requested in the attached letter, enclosed is the required filing fee for the qualification of Champion GP, Inc.

Please file the qualification of Champion GP, Inc. and then the qualification of Genesis Home Centers, Limited Partnership, as soon as possible.

Evidence and copies should be returned to Bozana Miladinovich at Champion Enterprises, per her instructions.

If you have any questions or if for any reason these filings cannot be effected promptly, please call me at: 248.646.9033 .

Very truly yours,



Jennifer L. Gollbach
Customer Specialist

Enclosure(s)

cc: Bozana Miladinovich

30600 Telegraph Road
Binhgam Farms, MI 48025
Tel. 248 646 9033
Fax 248 646 9034



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 16, 2000

BOZANA MILADINOVICH
CHAMPION ENTERPRISES, INC.
2701 UNIVERSITY DRIVE, SUITE 300
AUBURN HILLS, MI 48326

SUBJECT: GENESIS HOME CENTERS, LIMITED PARTNERSHIP
Ref. Number: W00000020208

We have received your document for GENESIS HOME CENTERS, LIMITED PARTNERSHIP and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 000A00044150



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 1, 2000

BOZANA MILADINOVICH
CHAMPION ENTERPRISES, INC.
2701 CAMBRIDGE CT., SUITE 300
AUBURN HILLS, MI 48326

SUBJECT: CHAMPION GP, INC.
Ref. Number: W00000021652

We have received your document for CHAMPION GP, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$87.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 300A00046827

**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. Champion G P, 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. Michigan 3. 38-3548969
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 1, 2000 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. 2701 Cambridge Court, Suite 300, Auburn Hills, MI 48306
(Principal office address)
- b. The Corporation Company, 30600 Telegraph Road, Bingham Farms, MI 48025
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized under the laws of Florida
(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)

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.

[Signature]

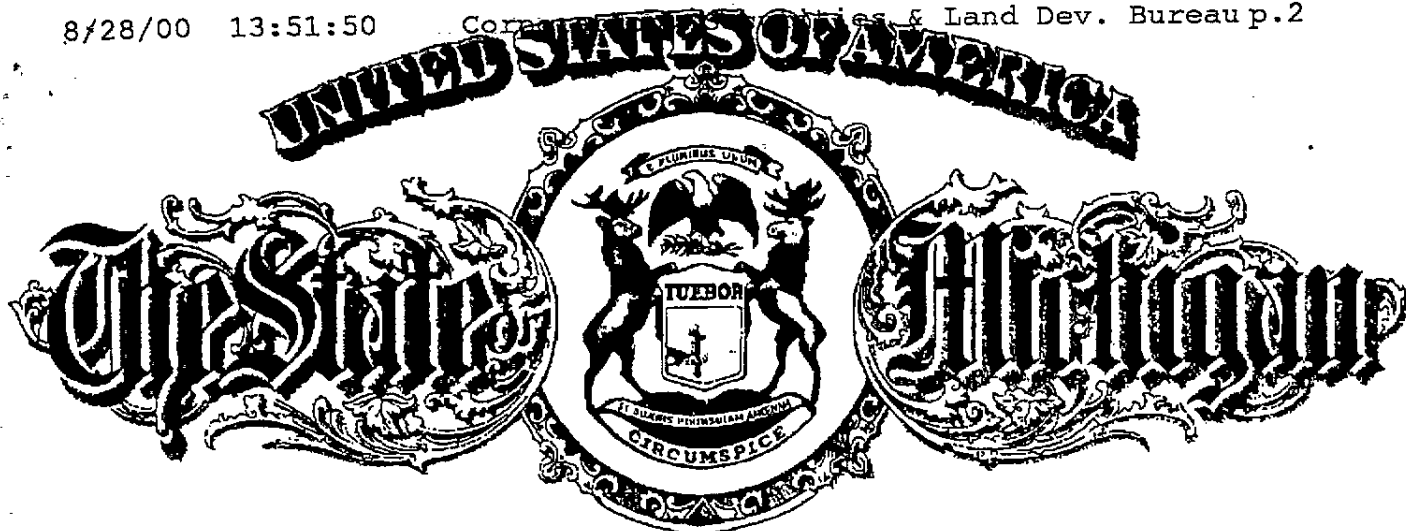
(Registered agent's signature)

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:

8/28/00 13:51:50

Corporation Files & Land Dev. Bureau p.2



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

CHAMPION GP, INC.

*was validly incorporated on August 1, 2000, as a Michigan profit corporation,
and said corporation is validly in existence under the laws of this State.*

*This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.*



*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 28th day
of August, 2000.*

A handwritten signature in dark ink, appearing to read "J. J. [unclear]".

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

A. DIRECTORS

Chairman: Walter R. Young

Address: 2701 Cambridge Court, Suite 300
Auburn Hills, MI 48326

Vice Chairman: John J. Collins, Jr.

Address: Same as above

Director: Philip C. Surles

Address: same as above

Director: _____

Address: _____

B. OFFICERS

President: Mike Barker

Address: 2701 Cambridge Court, Suite 200
Auburn Hills, MI 48326

Vice President: Brent Nelms

Address: same as above

Secretary: John J. Collins, Jr.

Address: 2701 Cambridge Court, Suite 300
Auburn Hills, MI 48326

Treasurer: Steven H. Benrubi

Address: same as above

Assistant Treasurer: Jimmy Paul Address: same as above

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John J. Collins, Jr. - V.P. Secretary & General Counsel
(Typed or printed name and capacity of person signing application)

FILED
00 SEP 13 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA