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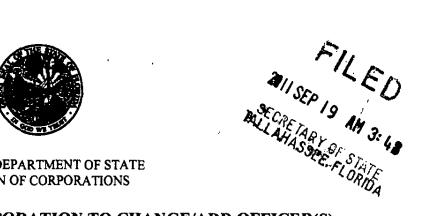
SECRETARY OF STATE

Michael Mars Mars

COVER LETTER

TO: Amendment Section Division of Corporations	
SUBJECT: Palm Harbor He	omes, Inc., a Corporation of Delaware Name of Corporation
	•
DOCUMENT NUMBER:	F11000001405
The enclosed Affidavit by Foreign Corpo submitted for filing.	oration to Change/Add Officer(s) and/or Director(s) and fee are
Please return all correspondence concern	ing this matter to the following:
Anna Thibodeaux	
Name of Contact Person	
Palm Harbor Homes, In Firm/Company	nc.
rum/Company	
15305 Dallas Parkway, Su Address	ite 700
Addison, TX 75001	
City/State and Zip Code	
athibodeaux@palmha	rbor.com
athibodeaux@palmha E-mail address: (to be used for future ar	nnual report notification)
For further information concerning this n	natter, please call:
Anna Thibodeaux	at (972) 352-1383 Area Code & Daytime Telephone Number
Name of Contact Person	Area Code & Daytime Telephone Number
Enclosed is a check made payable to the	Florida Department of State for the following amount:
\$35.00 Filing Fee \$43.75 Filing Fee Certificate of St	\$43.75 Filing Fee & S52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)
Mailing Address: Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street Address: Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301





FLORIDA DEPARTMENT OF STATE **DIVISION OF CORPORATIONS**

AFFIDAVIT BY FOREIGN CORPORATION TO CHANGE/ADD OFFICER(S) AND/OR DIRECTOR(S)

(Note: Applicable only during the first calendar year of qualification)

	on the records of the Florida Department of State is:
	., a Corporation of Delaware Florida on 03/31/2011 and its Florida documen
3. This corporation was formed under the laws of	Delaware
4. The name and address of each officer and/or direct	tor is as follows:
Title:	Name and Address
President	Larry H. Keener
Vice President	Joseph H. Stegmayer
VP & Treasurer	Daniel L. Urness
SEE ATTACHED	SEE ATTACHED PAGE FOR
	ADDRESSES AND ADDITIONAL
	OFFICERS
(Attach additional pag	es if necessary)
Chen (Conor	_ President
nature of an officer or director	Title of person signing
Larry H. Keener	WY 7316 WWW 444

Typed or printed name of person signing

FILING FEE \$35

Make checks payable to Florida Department of State and Mail to: Division of Corporations PO Box 6327 Tallahassee, FL 32314

PALM HARBOR HOMES, INC. OFFICER LIST

President

Larry H. Keener 1804 Kings Isle Dr Plano, TX 75093

Vice President

Joseph H. Stegmayer 5330 E. Royal Drive Phoenix, AZ 85018

Vice President & Treasurer

Daniel L. Urness 1718 N. Rico Circle Mesa, AZ 85213

Vice President & Secretary

James P. Glew 124 E. Concorda Drive Tempe, AZ 85282

Vice President & Assistant Secretary

Steven K. Like 15228 S 18th Ave Phoenix, AZ 85045

Vice President & Assistant Secretary

Gavin Ryan 5305 Kingsborough Plano, TX 75093

Vice President & Assistant Secretary Kevin Groff

Kevin Groff 4129 E Hide Trail Phoenix, AZ 85050

PALM HARBOR HOMES, INC.

ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS

APRIL 29, 2011

Pursuant to Sections 141(f) and 228 of the Delaware General Corporation Law, the undersigned, being all of the members of the Board of Directors (the "Board") and shareholders of Palm Harbor Homes, Inc., a Delaware corporation (the "Company"), hereby consent to and adopt the following resolutions as of the date set forth above, which actions shall have the same force and effect as if taken by unanimous affirmative vote at a meeting of the Board and Stockholders of the Company, duly called and held, all notice of said meeting being waived, and direct the Secretary of the Company to file this consent in the minute books of the Company.

Election of Officers

RESOLVED, that the following individuals be and hereby are elected to the office of the Corporation set forth opposite his name, to hold such office at the pleasure of the Board of Directors until his successor is elected and qualified or until his earlier resignation or removal from such office:

Larry H. Keener President
Joseph H. Stegmayer Vice President

Daniel L. Urness Vice President and Treasurer
James P. Glew Vice President and Secretary

Steven K. Like Vice President and Assistant Secretary
Gavin Ryan Vice President and Assistant Secretary
Kevin Groff Vice President and Assistant Secretary

IN WITNESS WHEREOF, the undersigned have executed this Consent, effective as of the date first written above.

Daniel L. Urness

Jøhn D. Lapey