

THE COMPANY CORPORATION

August 11, 1995

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500001589625
-09/20/95--01069--005
*****70.00 *****70.00

RE: Town Centre Corporation
9507252526907

Dear Sir or Madam:

Enclosed please find:

- Application for Authority
- Certificate of Good Standing
- payment of \$70.00

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, with questions regarding the enclosed application.

Sincerely,

Susan P. Rosenthal
Susan P. Rosenthal
Corporate Service Representative

enc.

W95-16649

18
9-20

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 20 PM 9:17



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 17, 1995

SUSAN P. ROSENTHAL
THE COMPANY CORPORATION
3 CHRISTINA CENTRE, 201 N WALNUT ST
WILMINGTON, DE 19801

SUBJECT: TOWN CENTRE CORPORATION
Ref. Number: W95000016649

We have received your document for TOWN CENTRE CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

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 (904) 487-6094.

Doug Dickinson
Document Specialist

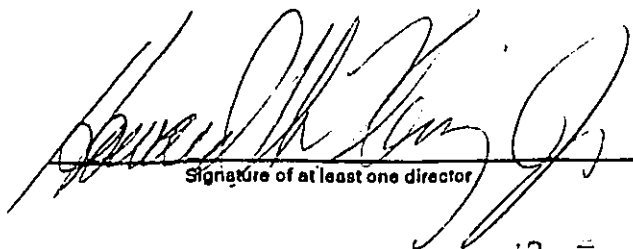
Letter Number: 095A00038737

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned HOWARD H. FLEMING, JR., do hereby certify that this Resolution of the Board of Directors of Town Centre Corporation, a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on 7 25, 19 95.

Resolved, that Town Centre Corporation, organized and existing in the State of Delaware, hereby adopts the name Town Centre Custom Homes, Inc. for use in Florida.

Dated: 9 5 95


Signature of at least one director

FILED
SECRETARY OF STATE
95 SEP 20 PM 5:17

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

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

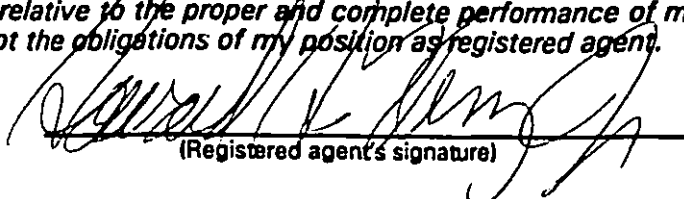
1. TOWN CENTRE CORPORATION
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELEWARE 3. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JULY 26, 1995 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 607.1503, F.S.))
7. 3128 S.W. 126th TERRACE
ARCHER, FL. 32618
(Current mailing address)
8. REAL ESTATE DEVELOPMENT / CONSTRUCTION
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: HOWARD H FLEMING JR.
Office Address: 3128 S.W. 126th TERRACE
ARCHER, Florida, 32618
(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.


(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: HOWARD H. FLEMING JR.

Address: 3128 S.W. 126th TERRACE
ARCHER FL. 32618

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: HOWARD H. FLEMING JR.

Address: 3128 SW 126th TERRACE
ARCHER, FL. 32618

Vice President: HOWARD H. FLEMING JR.

Address: 3128 S.W. 126th TERRACE
ARCHER FL. 32618

Secretary: HOWARD H. FLEMING JR.

Address: 3128 S.W. 126th TERRACE
ARCHER FL. 32618

Treasurer: HOWARD H. FLEMING JR.

Address: 3128 SW 126th TERRACE
ARCHER, FL. 32618

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

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

14. HOWARD H. FLEMING JR.
(Typed or printed name and capacity of person signing application)

FILED
RECEIVED
SEP 10 1968
FBI - MIAMI

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TOWN CENTRE CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF AUGUST, A.D. 1995.

FILED
SECRETARY OF STATE
DIVISION OF RECORDS
95 SEP 20 PM 9:17



Edward J. Freel

Edward J. Freel, Secretary of State

2526907 8300

950181246

AUTHENTICATION: 7604068

DATE: 08-10-95