

Document Number Only
F980000003726

C T Corporation System.
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, FL 32301
City State Zip Phone

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-06/23/98--01078--002
*****70.00 *****70.00

CORPORATION(S) NAME

W98-14792

Cavalier Homes, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
88 JUN 23 PM 12: 01

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|--|---|--|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Will Wait | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Certified Copy | <input checked="" type="checkbox"/> Pick Up | |
| <input type="checkbox"/> Call When Ready | | |
| <input checked="" type="checkbox"/> Walk In | | |
| <input type="checkbox"/> Mail Out | | |

mtm
6/30

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

6/23/98

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED
THANKS
JOEY



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 23, 1998

CT CORPORATION SYSTEM
ATTN: JOEY

SUBJECT: CAVALIER HOMES, INC.
Ref. Number: W98000014392

*Walk In
Pick Up*
*Please back date
Thanks*
d/b/a Cavalier Homes of Delaware, Inc

We have received your document for CAVALIER HOMES, INC. 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 DOCUMENT 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 (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 798A00034509

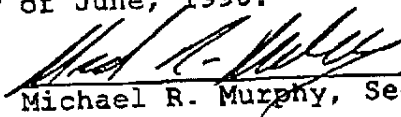
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RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned, Michael R. Murphy, do hereby certify that this Resolution of the Board of Directors of Cavalier Homes, Inc., a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on December 30, 1985.

RESOLVED, that Cavalier Homes, Inc. organized and existing in the state of Delaware, hereby adopts the name Cavalier Homes of Delaware, Inc. for use in Florida.

Dated as of the 29th day of June, 1998.


Michael R. Murphy, Secretary

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DIVISION OF CORPORATE AFFAIRS

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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. Cavalier Homes, 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. Delaware

(State or country under the law of which it is incorporated)

3. 63-0949734

(FEI number, if applicable)

4. December 30, 1985

(Date of incorporation)

5. Perpetual

(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 817.156, F.S.))

7. P. O. Box 540

Addison, Alabama 35540

(Current mailing address)

8. To own real estate

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature)

JOHN F. FAULTMAN
ASSISTANT SECRETARY

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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:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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Treasurer: _____

Address: _____

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

CAVALIER HOMES, INC.,

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

14. Michael R. Murphy, Secretary
(Typed or printed name and capacity of person signing application)

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Officers:

David A. Roberson, President
Michael R. Murphy, Secretary/Vice President

Directors:

Barry Donnell, Chairman
David A. Roberson
Thomas A. Broughton, III
John W Lowe
Lee Roy Jordan
Gerald W. Moore
Michael R. Murphy
W. Michael Kennedy
A. Douglas Jumper, Sr.

1210 21st Street
Haleyville, AL 35565

address for each

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DIVISION OF RECORDS & COMMUNICATIONS

State of Delaware
Office of the Secretary of State

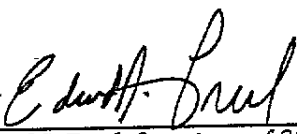
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CAVALIER HOMES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JUNE, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel, Secretary of State

AUTHENTICATION:

9151951

DATE:

06-22-98

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