



**THE UNITED STATES
CORPORATION
COMPANY**

L98000000051

ACCOUNT NO. : 072100000032

REFERENCE : 586974 7138913

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 285.00

FILED STATES
SECRETARY OF CORPORATIONS
97 DEC 26 AM 9:51

ORDER DATE : November 3, 1997

ORDER TIME : 11:04 AM

ORDER NO. : 586974-005

200002383342--7

CUSTOMER NO: 7138913

CUSTOMER: Mr. Charles R. Wintz, Cpa
MR. CHARLES R. WINTZ, CPA

4551 Shirley Avenue

Jacksonville, FL 32210

10

DOMESTIC FILING

NAME: AMERICAN HOMES & PRODUCTS LLC

BK 1/14/98

EFFECTIVE DATE:

XXXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

FILING 250.00
COPY
R. AGENT 35.00
TOTAL 285.00
BALANCE
RECEIVED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

PRB
26, 1997

med
W97-28708

Name	<i>Stacy L Earnest</i>
Availability	
Examiner	
Under	
er	
ver	
nowledgement	
P. Verifier	

FILED
DEC 23
11:23
AM
1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 5, 1998

STACY EARNEST
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: AMERICAN HOMES & PRODUCTS LLC
Ref. Number: W97000028708

RESUBMIT
Please give original
submission date as file date.

We have received your document for AMERICAN HOMES & PRODUCTS LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

In addition to the AFFIDAVIT and the R.A. PAGE, we must have the ARTICLES OF ORGANIZATION document for this company.

ALSO, all the items on the affidavit must have money amounts. We note Item 2 has been left blank. This is the amount of CASH contributed to the partnership. If "Zero", put "Zero."

Item 3 indicates that \$1,000.00 in property has been contributed. If this is the case, then a BRIEF DESCRIPTION of the property must be included with the AFFIDAVIT.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 598A00000257

RECEIVED
98 JAN 12 PM 1:19
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 26, 1997

CSC
ATTN: STACY L. EARNEST
TALLAHASSEE, FL

SUBJECT: AMERICAN HOMES & PRODUCTS LLC
Ref. Number: W97000028708

We have received your document for AMERICAN HOMES & PRODUCTS LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

The registered agent and street address must be consistent wherever it appears in your document.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 487-6911.

Brenda Tadlock
Sr. Corporate Section Administrator

Letter Number: 297A00060499

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 AM 9:51

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

AMERICAN HOMES & PRODUCTS LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 150 Kent Road, St. Augustine Florida; 32086.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PRERPETUAL

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is ~~Carl Doane~~ CORPORATION SERVICE COMPANY

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Members:

Burl W. Jones 110 Briarwood Circle,
Glen Saint Mary, Florida 32040

Charles F. Marsh 2855 Forbes Street,
Jacksonville, Floirda 32205

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 AM 9:51

The undersigned authorized representative of a member of
AMERICAN HOMES & PRODUCTS LLC hereby executes these articles of
organization on this 26TH Day of DECEMBER 1997.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 AM 9:51

CORPORATION SERVICE COMPANY
By: Karen B. Rozar
Its Agent, Karen B. Rozar

Dated: December 26, 1997

LH/rma/sle

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 AM 9:51

The undersigned member or authorized representative of a member of _____

AMERICAN HOMES & PRODUCTS LLC

deposes and says:

1) the above named limited liability company has at least two members

2) the total amount of cash contributed by the member(s) is

\$ 1000.00

3) If any, the agreed value of property other than cash contributed by member(s) is
A description of the property is attached and made a part hereof.


\$ _____

4) the amount of cash or property anticipated to be contributed by member(s) is

\$ 1000.00

5) the total amount of 2, 3, and 4 is

\$ 1000.00



Signature of a member or authorized representative of a member.
(In accordance with section 607.04(3), Florida Statutes, the
undersigned of this affidavit, certifies the information under the
penalties of perjury that the facts stated herein are true.)

BUEL JONES

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 AM 9:51

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____

AMERICAN HOMES & PRODUCTS LLC

deposes and says:

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2) the total amount of cash contributed by the member(s) is

\$ 1000.00

3) if any, the agreed value of property other than cash contributed by member(s) is
A description of the property is attached and made a part hereto.

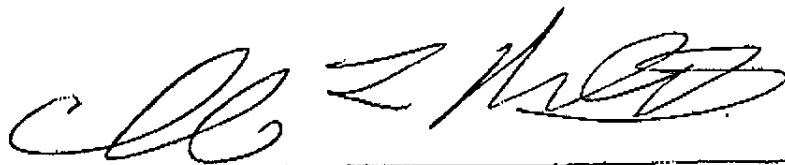
\$ _____

4) the amount of cash or property anticipated to be contributed by member(s) is

\$ 1000.00

5) the total amount of 2, 3, and 4 is

\$ 1000.00



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalty of perjury that the facts stated herein are true.)

CHARLES MARSH

11-20-1997 12:35PM FROM CHARLES R WINTZ CPA PA

TO

19047877213

P.02

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 AM 9:51

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____

AMERICAN HOMES & PRODUCTS LLC

deposes and says:

1) the above named limited liability company has at least two members

2) the total amount of cash contributed by the member(s) is

\$ 1000.00

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Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)


CARL K. DOANE

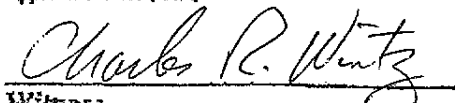
FILED STATE
SECRETARY OF CORPORATIONS
97 DEC 26 AM 9:51

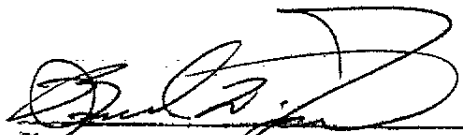
LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of AMERICAN HOMES & PRODUCTS LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of this Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 20 day of
NOVEMBER, 19 97.


Witness
Melissa Hubel
Typed or Printed Name


Witness
CHARLES R. WINTZ
Typed or Printed Name


Signature
BURL W. JONES
Typed or Printed Name

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 AM 9:51

PURSUANT TO THE PROVISIONS OF SECTION 608.415 Or 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name Of the limited liability Company is: AMERICAN HOMES & PRODUCTS LLC

2. The name and address Of the registered agent and Office is:

CORPORATION SERVICE COMPANY
(NAME)

1201 HAYS STREET
(P. O. BOX NOT ACCEPTABLE)

TALLAHASSEE, FLORIDA 32301
(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated
limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my
duties, and I am familiar with and accept the obligations of my position as registered agent.*

Carol K. Doherty
(SIGNATURE)

12-24-97
(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent