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Attorneys At Law

FILED

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00 MAY 19 AM 9:49
Tito S. Smith
SECRETARY OF STATE
TSS@HSLaw.com
TALLAHASSEE, FLORIDA

May 17, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

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-05/19/00--01081--011
****122.50 *****78.75

IN RE: McColm Homes, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for *McColm Homes, Inc.*, together with a check in the amount of \$122.50 for the filing fee. Please send me a certified copy at your earliest convenience.

Sincerely yours,



Edward E. Hedstrom

EEH/cp

enclosure

R 5/25/00

ARTICLES OF INCORPORATION
OF
McCOLM HOMES, INC.

FILED
00 MAY 19 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is **McCOLM HOMES, INC.**

ARTICLE II. DURATION

This corporation shall exist perpetually from the date of filing of the Articles of Incorporation by the Department of State or until dissolved according to law.

ARTICLE III. PURPOSE

The general nature and purpose of this corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock at One Dollar (\$1.00) per share par value.

ARTICLE V. PRINCIPAL OFFICE

The street address and mailing address of the initial principal office is 622 River Street, Palatka, Florida 32177.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of this corporation's initial registered office is 622 River Street, Palatka, Florida 32177, and the name of its initial registered agent at that address is VIRGINIA E. McCOLM.

ARTICLE VII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

This corporation shall not have a Board of Directors. All corporate matters shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

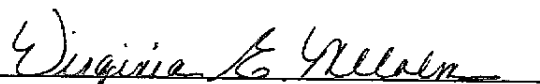
ARTICLE VIII. INCORPORATOR

The name and residence of the Incorporator to these Articles is: **Virginia E. McColm, 622 River Street, Palatka, Florida 32177.**

ARTICLE IX. AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 17th day of May, 2000.

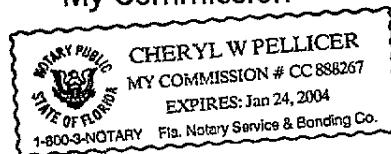

VIRGINIA E. McCOLM

STATE OF FLORIDA
COUNTY OF PUTNAM

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared **VIRGINIA E. McCOLM**, to me known to be the person described as Incorporator in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed and subscribed to these Articles of Incorporation.

17th WITNESS my hand and official seal in the state and county named above this day of May, 2000.

Cheryl W. Pellicer
Notary Public
My Commission



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - - That **McCOLM HOMES, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Palatka, County of Putnam, and State of Florida, has named **VIRGINIA E. McCOLM** as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping upon said office.

Virginia E. McColm
VIRGINIA E. McCOLM
Registered Agent

FILED
00 MAY 19 AM 9:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA