

PO0000060805

PAUL G. RUBIN

7183 43rd Trail N, RIVIERA BEACH, FL33404
(561) 881-1316 (561) 881-1399 FAX

June 1, 2000

Florida Secretary of State
Domestic Charter Section
PO Box 6327
Tallahassee, FL 32314

700003275207--6

-06/02/00-01079-001

*****78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 22 PM 2:44

FILED

To whom it may concern:

I submit the enclosed Articles of Incorporation for:

FACTORYHOME SERVICES CORP.

to Florida's Secretary of State to be filed, registered and issued a Florida corporation charter number.

My money Order, in the amount of seventy-eight dollars and seventy five cents (\$78.75), is enclosed to cover the state's filing fee and their return mail confirmation copy of the incorporating documents indicating the State's filing date and archive location.

Thank you.

Sincerely,



Paul G. Rubin

EFFECTIVE DATE
06/16/00

Enclosures - Articles and check

T. SMITH JUN 22 2000

W-14834



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 12, 2000

PAUL G. RUBIN
7183 43RD TR N
RIVIERA BEACH, FL 33404

SUBJECT: FACTORYHOME SERVICES CORP.
Ref. Number: W00000014834

GROUP INC.

We have received your document for FACTORYHOME SERVICES ~~CORP.~~ and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of 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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 500A00033448

*Per time - Add ADDL NAME
6-16-2000*

Articles of Incorporation for

FACTORYHOME SERVICES GROUP INC.

Page 1 of 4 pages

The undersigned, for the purpose of forming a Florida corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I Name

Section 1.1 Name. The name of the corporation is:

FACTORYHOME SERVICES GROUP INC.

Article II Duration

Section 2.1. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except upon failing to file with the Florida Department of State within five days, exclusive of legal holidays, after they are executed and acknowledged. Corporate existence shall commence upon Florida's Department of State filing date.

Article III Purposes

Section 3.1. This corporation is organized for the purpose of transacting all lawful business permitted under the laws of the United States and the State of Florida.

Article IV Capital Stock

Section 4.1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one million (1,000,000) shares of common stock having a par value of one cent (\$.01) per share.

Section 4.2. Restriction on Transfer of Stock. The shareholders may, by provision of bylaws or by shareholders' agreement recorded in the corporations' minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Section 4.3. Approval of Shareholders required for merger. The approval of two-thirds (2/3) of the outstanding shares of this corporation to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

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Article V *Registered Agent Office Location.*

Section 5.1. The physical office address of the registered agent for this Florida corporation is:

Paul G. Rubin
7183 43RD Trail North
Riviera Beach, FL 33404

Section 5.2. The mailing address of the registered agent for this Florida corporation is:

Paul G. Rubin
7183 43rd Trail North
Riviera Beach, FL 33404

Article VI *Directors.*

Section 6.1. This corporation shall have one director initially. The number of directors may be increased or diminished from time to time according to the corporation's bylaws adopted by its shareholders and directors, but shall never have less than one director.

Section 6.2. Initial Directors. The name and street address of the first board of directors for this corporation are:

Director and Chairman of the Board of Directors
Paul G. Rubin
7183 43rd Trail North
Riviera Beach, FL 33404

Secretary and Treasurer of the Board of Directors
Lynn D. Rubin
7183 43rd Trail North
Riviera Beach, FL 33404

Section 6.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its board members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of this corporation may also serve the corporation in any other capacity and receive compensation from the corporation for serving in the capacity that has been pre-approved by the board.

Article VI Directors continued.

Section 6.4. Indemnification. The board of directors hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII By Laws.

Section 7.1. The board of directors shall adopt the initial bylaws of this corporation. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article VIII Incorporator.

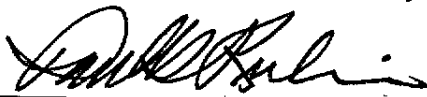
Section 8.1. The name and street address of the incorporator for this corporation is:

Paul G. Rubin
7183 43rd Trail North
Riviera Beach, FL 33404

Article IX Amendment.

Section 9.1. Amendment. These corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the incorporator has executed these *Articles of Incorporation* this sixteenth day of June 2000.



Paul G. Rubin

State of Florida County of Palm Beach

The foregoing instrument was acknowledged before me
this 16 day of June
2000

by Paul G. Rubin, 4146 74th Place North, Riviera Beach, FL 33404.

Notary Signature:



Notary Public, State of
Florida at large.

My Commission Expires:



Debra L. Blanco
Commission # CC 913790
Expires Feb. 27, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

**Certificate Designating Registered Office
and Registered Agent for Factoryhome Services Group Inc.**
for the service of process within Florida.

In compliance with Florida Statutes 48.091, 606.034, the following is submitted:

FACTORYHOME SERVICES GROUP INC., desiring to organize or qualify under the laws of the State of Florida hereby designates Paul G. Rubin as its registered agent to accept service of process within the State of Florida at 7183 43RD Trail North, Riviera Beach, FL 33404.

Signature:



6/16/00

Paul G. Rubin

Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature:



6/16/00

Paul G. Rubin

Date

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00 JUN 22 PM 2:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA