



The Law Offices of
**CARLSON
&
MEISSNER**

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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 10, 2000

Edward D. Carlson + #
Paul Meissner * #
James W. Dodson #
J. Larry Hart + #
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+ Certified Circuit
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TAX ID: 59-1547838

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: All Florida Housing Outlet, Inc.

800003359308-0
-08/16/00--01047--016
*****78.75 *****78.75

Dear Sir or Madam:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$78.75, payable to Department of State, is enclosed which represents the following fees: (607.0122)

Filing Fee	\$ 35.00
Certified Copy	\$ 8.75
Registered Agent Fee	\$ 35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

THE LAW OFFICES OF CARLSON & MEISSNER

Paul A. Meissner

Paul A. Meissner, Esquire

PAM/mab
Enclosures

Maryanne GAVE

Archie TO
effective

Respond To:



250 Belcher Road North • Suite 102
Clearwater, Florida 33765
727-443-1562
Fax 727-449-0258



7614 Massachusetts Avenue
New Port Richey, Florida 34653
727-847-2737
Fax 727-859-9727

PA 8/23/00

ARTICLES OF INCORPORATION
ALL FLORIDA HOUSING OUTLET, INC.

FILED
00 AUG 16 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporators of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

NAME:

The name of the corporation is ALL FLORIDA HOUSING OUTLET, INC.

ARTICLE II

PRINCIPAL OFFICE/MAILING ADDRESS:

The principal office for the corporation is 600 Packard Court, Safety Harbor, Florida 34695, and mailing address for the corporation is P. O. Box 368, Safety Harbor, Florida 34695.

ARTICLE III

SHARES:

The number of shares the corporation is authorized to issue is 50 shares.

ARTICLE IV

PREEMPTIVE RIGHTS:

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right should be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his

preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT:

The name and street address of the initial registered agent and office of this corporation is:

Paul A. Meissner
250 Belcher Road North
Suite 102
Clearwater, Florida 33765

ARTICLE VI

INCORPORATORS:

The names and addresses of each Incorporator are:

William R. Jacobsen
600 Packard Court
Safety Harbor, Florida 34695

ARTICLE VII

INITIAL DIRECTORS:

The initial director of the corporation is:

William R. Jacobsen
600 Packard Court
Safety Harbor, Florida 34695

ARTICLE VIII

PURPOSE:

The purpose of this corporation is to conduct all activities reasonably associated with the exclusive distribution and sale of multi-section manufactured homes, supplied exclusively

by Jacobsen Manufacturing, Inc., and such other related business as from time to time is approved by the Shareholders or Board of Directors.

ARTICLE IX

EFFECTIVE DATE:

The effective date of these Articles of Incorporation is the date of filing.

ARTICLE X

INDEMNIFICATION:

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

ARTICLE XI

AMENDMENT OF ARTICLES OF INCORPORATION AND BYLAWS:

The power to adopt, alter, amend or repeal the Articles of Incorporation or Bylaws of this corporation shall be vested in the Board of Directors by a vote of 51%.

ARTICLE XII

MANAGEMENT:

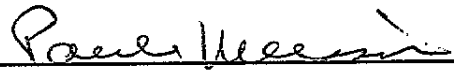
The day to day management and operation of the corporation, and all corporate powers shall be exercised by the Board of Directors or by such officers as they may from time to time delegate pursuant to the Bylaws.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11th day of August, 2000.



William R. Jacobsen

Having been named as registered agent for the above stated corporation, 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 and I accept the duties and obligations of Section 607.0505, Florida Statutes, 1995.


Paul A. Meissner, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA