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00 AUG 28 PM 3:09
DEPT. OF STATE
TALLAHASSEE, FLORIDA

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August 24, 2000

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

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*****78.75 *****78.75

RE: Thoma Quality Homes, Inc.

Sir/Madam:

Enclosed is an original of the Articles of Incorporation for Thoma Quality Homes, Inc., to be filed with the State of Florida. Please have the enclosed filed with the Division of Corporations, and return a certified copy of same to me at the above address.

Also enclosed is our firm check in the amount of \$78.75 which represents payment of the following:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>8.75</u>
TOTAL	\$ 78.75

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Florida Department of State
August 24, 2000
Page 2

Should you have any questions regarding the enclosed, please call me directly at (813)222-5069 rather than returning the unfiled Articles of Incorporation.

Thank you for your assistance in this matter.

Sincerely,



Lawrence J. Bailin

/alm
Enclosures

I:\W-RE\11769\001\SOS
8/24/00

ARTICLES OF INCORPORATION OF
THOMA QUALITY HOMES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE - NAME

The name of this corporation is: Thoma Quality Homes, Inc.

ARTICLE TWO - DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of filing of these Articles of Incorporation.

ARTICLE THREE - PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue Five Thousand (5,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE FIVE - PRINCIPAL OFFICE

The principal office of this corporation is: 123 Myrtle Ridge Road, Lutz, Florida 33549.

ARTICLE SIX - MAILING ADDRESS

The mailing address of the corporation is: P.O. Box 613, Lutz, Florida 33548.

ARTICLE SEVEN - REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office is LAWRENCE J. BAILIN, c/o Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A., 401 East Jackson Street, Suite 2200, Tampa, Florida 33602.

ARTICLE EIGHT - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is: ROBERT C. THOMA, 123 Myrtle Ridge Road, Lutz, Florida 33549.

ARTICLE NINE - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is LAWRENCE J. BAILIN, c/o Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A., 401 East Jackson Street, Suite 2200, Tampa, Florida 33602.

ARTICLE TEN - AMENDMENT

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.

ARTICLE ELEVEN - BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE TWELVE - INFORMAL SHAREHOLDER ACTION

The holders of outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation as of the 24th day of August, 2000.

Lawrence J. Bailin

Lawrence J. Bailin, as
Incorporator

STATE OF FLORIDA

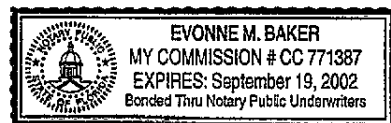
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 24th day of August, 2000, by LAWRENCE J. BAILIN, who is personally known to me.

Evonne M. Baker

Printed Name: _____
Notary Public
Serial Number (if any): _____

My Commission Expires:



ACCEPTANCE AND ACKNOWLEDGEMENT

I hereby accept to act as registered agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

Lawrence J. Bailin
Lawrence J. Bailin, as
Registered Agent

FILED
00 AUG 28 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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