

S. C. PRESLEY & CO., INC.

Accounting and Tax Services - Business Consulting - Tax Planning - Financial Services

250 County Road 427 South, Ste. 100
Longwood, FL 32750-5466

Telephone Number: (407) 331-7665
Fax Number: (407) 331-5884
E-Mail: scp@gdi.net

P01000001003

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

400007991514--2
-09/24/02--01075--003
*****87.50 *****87.50

SUBJECT: Four Star Home Center, Inc. and Four Star Mobile Home Sales, Inc. Merger.

DATE: September 20, 2002

The enclosed merger, dissolution and fees of \$87.50 are submitted for filing. An additional copy of the merger ~~and corporate dissolution~~ is included and a certified copy of each is requested.

Please return all correspondence concerning this matter to the following:

Robert F. Browning
Four Star Home Center, Inc.
17884 East Colonial Drive
Orlando, FL 32820

For further information concerning this matter, please call:

Robert F. Browning or Ester Browning at (407) 568-0878
Or Sylvia C. Presley at (407) 331-7665.

Your prompt attention to this requested is appreciated.

Sincerely,

Sylvia C. Presley
Sylvia C. Presley

Enclosures

"Enrolled to Practice Before
the Internal Revenue Service"

Enrolled Agent
Certified Financial Planner™
Accredited Tax Advisor

FILED
02 SEP 24 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*S. Presley 2 cert copies;
requested that
is aware that
dissol case at 9/30
effective
90-01-02*

Office Hours
By Appointment

9/30

ARTICLES OF MERGER
Merger Sheet

MERGING:

FOUR STAR MOBILE HOME SALES, INC., A FL CORP., #P01000001003

INTO

FOUR STAR HOME CENTER, INC., a Florida entity, P01000001003

File date: September 24, 2002

Corporate Specialist: Anna Chesnut

ARTICLES OF MERGER

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation is **Four Star Home Center, Inc.**, a Florida for-profit corporation, Document #P01000001003. The address of the surviving Corporation is 17884 East Colonial Drive, Orlando, FL 32820.

Second: In accordance with Florida statutes,

Four Star Mobile Home Sales, Inc., a Florida for-profit Corporation, Document #P99000003982 shall be merged into and with

Four Star Home Center, Inc., a Florida for-profit Corporation, Document #P01000001003, **the surviving Corporation.**

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the later of October 1, 2002 or the filing date of the Articles of Merger.

Fifth: Adoption of Merger by **Four Star Home Center, Inc.**

The Plan of Merger was adopted on August 23, 2002 by the shareholders of the Four Star Home Center, Inc., the surviving corporation.

Sixth: Adoption of Merger by **Four Star Mobile Home Sales, Inc.**

The Plan of Merger was adopted on August 23, 2002 by the shareholders of Four Star Mobile Home Sales, Inc., the corporation to be merged with and into the surviving corporation.

Seventh: Signed this 20th day of September 2002.

Four Star Home Center, Inc. Robert F. Browning
Robert F. Browning, President and Chairman of the Board

Four Star Mobile Home Sales, Inc. Robert F. Browning
Robert F. Browning, President and Chairman of the Board

02 SEP 24 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Effective
10-01-02

PLAN OF MERGER

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the **surviving** corporation is:

Four Star Home Center, Inc., a Florida for-profit Corporation.
The address of its principal office is 17884 East Colonial Drive, Orlando, FL 32820.

Second: The name and jurisdiction of each **merging** corporation:

In accordance with the Florida statutes **Four Star Mobile Home Sales, Inc.**, a Florida for-profit Corporation shall be merged into and with **Four Star Home Center, Inc.**, also a Florida for-profit Corporation.

Third: The terms and conditions of the merger are as follows:

This plan of merger will be effective upon the date of approval by the shareholders of each merging corporation. Upon approval of the plan by the shareholders, the merger will be effective on the later of October 1, 2002 or the date of filing of the Articles of Merger, and Four Star Mobile Home Sales, Inc. will merge with and into Four Star Home Center, Inc. and cease to exist as a separate corporate entity. Four Star Home Center, Inc. will be the surviving corporation and shall continue its corporate existence under the laws of the State of Florida. The name of the surviving corporation shall be "Four Star Home Center, Inc."

The Articles of Incorporation and By-Laws of Four Star Home Center, Inc. prior of the effective time of the Merger shall be the Articles of Incorporation and By-Laws of the surviving corporation immediately after the Effective Time.

The directors and officers of Four Star Home Center, Inc. immediately prior to the Effective Time shall be the directors and officers of the surviving corporation as of the Effective Time and until their successors are duly appointed or elected in accordance with applicable law.

The Effective Time of the Merger shall be at the time and date of the filing of the Articles of Merger with the Secretary of State of Florida or at such later time and date as provided in such articles of merger.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

For each share of common stock, par value \$1.00 per share, of Four Star Mobile Home Sales Inc., outstanding immediately prior to the Effective Time shall be, by virtue of the Merger, converted into and become one-half (1/2) share of common stock, par value \$1.00 per share, of the surviving Corporation. Each holder shall submit his shares of Four Star Mobile Home Sales, Inc. common stock for cancellation and issuance of common stock of Four Star Home Center, Inc. as agreed upon above.

Fifth: Termination and Amendment. The Plan of Merger may be amended or terminated upon approval of the shareholders of each of the merging corporations at any time prior to the filing of the Articles of Merger with the Secretary of the State of Florida.

Sixth: This Plan of Merger shall be governed by the State of Florida.

IN WITNESS WHEREOF, the parties hereto have caused this Plan of Merger to be signed by their respective shareholders this 23rd day of August 2002.

Four Star Home Center, Inc.

By: Robert F. Browning
Robert F. Browning, Shareholder

Four Star Mobile Home Sales, Inc.

By: Robert F. Browning
Robert F. Browning, Shareholder