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January 12, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

RE: C.M.B., INC.
Our File # : 99-373-02

000003553690--3
-01/18/01--01054--003
*****78.75 *****78.75

To Whom It May Concern:

Enclosed herewith are the original and one (1) copy of the Articles of Incorporation regarding the above referenced matter. Also enclosed is our firm's check in the amount of \$78.75 to cover the cost of filing and to obtain a certified copy of the Articles. For your convenience, I have enclosed a self-addressed stamped envelope.

Should you have any questions or comments, please do not hesitate to contact me.

Sincerely,

Sherry M. Marvin
Sherry M. Marvin
Paralegal

FILED
01 FEB 15 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/s/mm
Enclosures
cc: Mr. Jackie Peterson

6-1481
F. CHESLER

JAN 19 2000

Board Certified Civil Trial Lawyer
Board Certified Business Litigation Lawyer



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 19, 2001

NEAL L O'TOOLE ESQUIRE
ATTN: SHERRY MARVIN
343 W DAVIDSON AVE STE 101
BARTOW, FL 33830

SUBJECT: C.M.B., INC.
Ref. Number: W01000001481

We have received your document for C.M.B., INC. 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.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 901A00003125

ARTICLES OF INCORPORATION
OF
C.M.B. OF POLK COUNTY, INC.

FILED
01 FEB 15 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, do hereby accept all of the rights, privileges, benefits, and obligations conferred and composed by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I - NAME

The name of the corporation shall be: C.M.B. OF POLK COUNTY, INC.

The principal office and mailing address is 415 East Eagle Lake Loop Road, Winter Haven, Florida 33880

ARTICLE II - DURATION

The Corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE III - PURPOSES AND POWERS

This Corporation is organized for the purpose of transacting any and all lawful business in the mobile home construction profession:

ARTICLE IV - AUTHORIZED SHARES

The maximum number of shares that this Corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par

value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors, and may be paid in whole or in part by cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation with a value, in the judgment of the Board of Directors, equivalent to or greater than the full par value of the shares.

ARTICLE V - PRE-EMPTIVE RIGHTS

Each holder of common stock of this Corporation shall have the first right (subject to adjustment to avoid the issue of fractional shares) to purchase shares of common stock of this Corporation that may hereafter from time to time be issued (whether or not presently authorized), including shares from the treasury of the Corporation, in the ratio that the number of shares of common stock held at the time of the issue bears to the total number of shares of common stock outstanding. This right shall be deemed waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of receipt of a notice in writing from the Corporation inviting him to exercise the right.

ARTIVLE VI - PRINCIPAL OFFICE ADDRESS

The street address of the initial principal office of the Corporation in the State of Florida is 415 East Eagle Lake Loop Road, Winter Haven, Florida 33880. The Board of Directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other places or places within or without the State of Florida as it may designate.

ARTICLE VII - REGISTERED OFFICE; REGISTERED AGENT

The street address of the Corporation's initial registered office in this State is 415 East Eagle Lake Loop Road, Winter Haven, Florida 33880. The initial Registered Agent of this Corporation and the address of the Registered Agent of the Corporation shall be as follows:

Trinity K. McCall
415 East Eagle Lake Loop Road
Winter Haven, Florida 33880

ARTICLE VIII - DIRECTORS

This Corporation shall have two (2) Directors; initially. The number of directors may be increased or diminished from time to time, as provided in the By-Laws. The name and address of the initial Directors of this Corporation are:

Jackie Peterson
415 East Eagle Lake Loop Road, Winter
Haven, Florida 33880

Trinity K. McCall
415 East Eagle Lake Loop Road, Winter
Haven, Florida 33880

ARTICLE IX - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

Jackie Peterson 415 East Eagle Lake Loop Road, Winter Haven, Florida 33880

The Incorporator of these Articles of Incorporation hereby assigns to this Corporation any and all of his rights under Section 607.0202, Florida Statutes to constitute a corporation.

ARTICLE X - AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal, any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation. These Articles may be amended prior to the issuance of the stock of this Corporation by unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon or in such other manner as may be provided by law.

IN WITNESS THEREOF, I, the undersigned Incorporator, have hereunto set my hand and seal, effective this the 12th day of February, 2001, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file with the Department of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


JACKIE PETERSON
Incorporator

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 12th day of February 2001 by JACKIE PETERSON, who is personally known to me or who has produced _____ as identification.

 Sherry M Marvin
My Commission CC863337
Expires September 3, 2003


NOTARY PUBLIC

Print Name : Sherry M. Marvin
My Commission Expires _____

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

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

That C.M.B. OF POLK COUNTY, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Sebring State of Florida, has named the following as its agent to accept service of process within the State of Florida:

C.M.B. OF POLK COUNTY, INC.

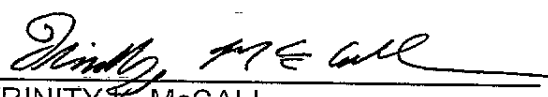
BY: 
JACKIE PETERSON
Director

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB 15 PM 12:47

FILED

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 to the proper and complete performance of my duties.


TRINITY K. McCALL
Registered Agent