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The Law Offices of  
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FILED  
01 FEB 16 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 9, 2001

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

RE: INCORPORATION OF SHOWPLACE HOMES FRANCHISING CORP. and  
SHOWPLACE HOMES OF SARASOTA, INC.

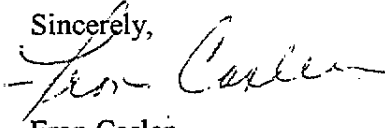
Dear Sir/Madam:

Enclosed please find one original and one copy of the Articles of Incorporation of Showplace Homes Franchising Corp. and Showplace Homes of Sarasota, Inc. together with two checks in the amount of \$122.50 to cover the associated costs.

We appreciate your assistance and look forward to receiving the certificates of incorporation.

If you have any questions, or need further information please call.

Sincerely,



Fran Casler  
Legal Assistant

encl.

600003708326-2  
-02/19/01-01002-002  
\*\*\*\*122.50 \*\*\*\*\*87.50

D. BROWN FEB 19 2001

**ARTICLES OF INCORPORATION  
OF  
SHOWPLACE HOMES OF SARASOTA, INC.**

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**ARTICLE ONE**

The name of the corporation is Showplace Homes of Sarasota, Inc. and its principal office is at 4411 Bee Ridge Road, #287, Sarasota, Florida 34233.

**ARTICLE TWO**

The period of its duration is perpetual.

**ARTICLE THREE**

The purpose for which the corporation is organized is to operate a real estate management and consulting business and to perform any services or business incidental thereto. Further, the purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

**ARTICLE FOUR**

The aggregate number of shares which the corporation shall have authority to issue is one thousand, all of which shall be common shares with no par value

**ARTICLE FIVE**

The corporation will not commence business until the issuance of certificate of incorporation, and it has received for the issuance of shares consideration of the value of \$1000.00 consisting of money, labor done, or property actually received.

**ARTICLE SIX**

The street address of the initial registered office is 2350-N 34<sup>th</sup> Street, Suite 110, St. Petersburg, Florida 33713, and the name of the initial registered agent at such address is Linster Brinkley, Jr., Esq.

**ARTICLE SEVEN**

The number of directors constituting the initial board of directors is one, and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

RICHARD C. MILLIGAN, 4411 Bee Ridge Road, #287, Sarasota, Florida 34233.

#### ARTICLE EIGHT

The Board of Directors is empowered to make, alter, or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

#### ARTICLE NINE

The name and address of the incorporator is Linster Brinkley, Jr., Esq., 2350-N 34th Street North, Suite 110, St. Petersburg, FL 33713.

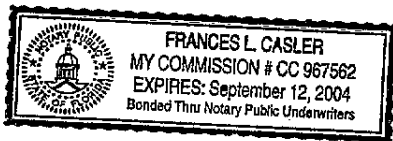
#### ARTICLE TEN

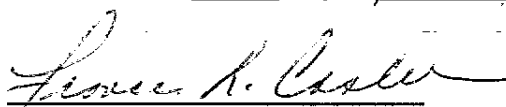
The powers of the incorporator cease upon filing the Articles of Incorporation.

Signed by:   
Linster E. Brinkley, Jr., Esq., Incorporator

Date: 2/9/01

Sworn to and subscribed before me this 9th day of February, 2001.



  
Notary Public

I, Linster Brinkley, Jr., Esq., hereby state that I am familiar with and accept the duties and responsibilities as registered agent of said corporation.

Signed by:  Date: 2/9/01

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