

CARNEY BUSSELL AND ASSOCIATES

LAW FIRM, P.A.

201 E. Government St.

Pensacola, FL 32501

(850) 287-4LAW

Fax (850) 432-0484

E-mail: bussell@scbussell.com

APPROVED
AND
FILED
01 SEP 13 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 13, 2001

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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*****87.50 *****87.50

Re: Champion Enterprises International, Inc.

Dear Ladies:

Enclosed are the following:

1. Articles of Incorporation for Champion Enterprises International, Inc.;
2. Designation and Acceptance of Registered Agent of Champion Enterprises International, Inc.; and
3. A check for \$87.50 for your filing fee, a certified copy and a Certificate of Status.

Please file the Articles of Incorporation and return proof of filing to CSC for returning to us.

If you have any questions, please do not hesitate to contact me.

Sincerely,



SALLY CARNEY BUSSELL

SCB/tgs
Enclosures

F:\Champion Enterprises International, Inc\Secretary of State, Jr.doc

TO ACHIEVE
SUFFICIENCY OF FILING

2001 SEP 13 PM 1:41
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
CHAMPION ENTERPRISES INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this Corporation shall be:

CHAMPION ENTERPRISES INTERNATIONAL, INC.

and its principal office and mailing address shall be at: 5962 Commerce Road, Milton, Florida 32583.

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 10,000 shares of Common Stock.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

5962 Commerce Road
Milton, Florida 32583

The name of the initial registered agent of this Corporation at that address shall be:

W. McMinn

ARTICLE VI

DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

| | |
|-----------|--|
| K. McMinn | 8608 Tupelo Drive Navarre, FL 32566 |
| W. McMinn | 8608 Tupelo Drive Navarre, FL 32566 |

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

| <u>Name</u> | <u>Street Address</u> |
|-------------|--|
| W. McMinn | 8608 Tupelo Drive Navarre, FL 32566 |

ARTICLE VIII

PREEMPTIVE RIGHTS

1. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Pensacola, Florida, for the uses and purposes aforesaid, this 12 day of Sept, 2001.


W. McMinn, Incorporator

STATE OF FLORIDA

COUNTY OF SANTA ROSA

The foregoing document was executed before me this _____ day of _____, 2001, by W. McMinn, who is personally known to me and who did take an oath.

Notary Public - State of Florida

DESIGNATION AND ACCEPTANCE

OF


REGISTERED AGENT

OF

CHAMPION ENTERPRISES INTERNATIONAL, INC.

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, CHAMPION ENTERPRISES, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 5962 Commerce Road, Milton, FL 32583, has named W. McMinn located at 8608 Tupelo Drive, Navarre, FL 32566, as its registered agent to accept service of process within this state.

CHAMPION ENTERPRISES INTERNATIONAL, INC.

By 
W. McMinn, Incorporator

Having been named as registered agent to accept service of process for the above-stated Corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

CHAMPION ENTERPRISES INTERNATIONAL, INC.

By: 
W. McMinn
Its: Registered Agent

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