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JOSEPH H. NALLEY
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02 NOV -8 AM 9:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

A. SHAYNE HOMES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is: A. SHAYNE HOMES, INC. The corporate address is 2124 VELVET WAY, LAKELAND, FL 33811.

ARTICLE II

Duration

The duration of the Corporation is perpetual.

ARTICLE III

Purpose

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. The general nature of the business to be transacted by this corporation shall be any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV
Capital Stock

The aggregate number of shares which the Corporation is authorized to issue is 1000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$ 1.00 per share.

ARTICLE V
Initial Registered Office and Agent

The street address of the initial Registered Office of the Corporation is 2124 VELVET WAY, LAKE LAND, FL, 33811 and the name of its initial Registered Agent at that address is WILLIAM MEYERS.

ARTICLE IV
Initial Board of Directors,
Officers and Subscribers

The number of Directors constituting the initial Board of Directors is 2. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The following are the names and street addresses of the person(s) who shall constitute the initial Board of Directors of the corporation, and the person(s) holding office for the first year of the corporation's existence, or until their successors are elected and have qualified, and each of the following named person(s) is subscriber to these Articles of Incorporation.

WILLIAM MEYERS
501 AVENUE C, SW
WINTER HAVEN, FL 33880

WALTER V. SULLIVAN
2124 VELVET WAY
LAKE LAND, FL 33811

ARTICLE VII
Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them.

ARTICLE VIII
Transfer of Stock

Any limitation upon the transferability or assignment of stock shall be a valid matter of agreement which stockholders may include in any agreement among themselves.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 29th day of October, 2002.



WILLIAM MEYERS

PERSONALLY KNOWN/TYPE ID

STATE OF FLORIDA
COUNTY OF POLK

Before me personally appeared, WILLIAM MEYERS, to me known and known to me to be the persons described in and who executed the forgoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 29th October day of 2002.


Notary Public, State of Florida

My commission expires:



Jennie M. Smith
Commission # CC 963611
Expires Oct. 13, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of A. SHAYNE HOMES, INC. which is contained in the foregoing Articles of Incorporation.

DATED this _____ day of _____, 2002.



WILLIAM MEYERS, REGISTERED AGENT

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TALLAHASSEE, FLORIDA