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#### TRANSMITTAL LETTER

TO: Florida Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314 SUBJECT: Incorporation of: RUSSELL HOMES, INC. Enclosed is an original and [X] one (1) copy / [ ] two (2) copies of the Articles of Incorporation for the above referenced corporation and a firm check in the amount of: \$78.75. \$70.00 **X** \$78.75 **□** \$122.50 \$131.25 Filing Fee Filing Fee Filing Fee Filing Fee & Certified Copy & Certificate Certified Copy & Certificate --- One (1) additional copy required ---

### PLEASE FILE-STAMP AND <u>RETURN</u> THE 3-HOLE PUNCHED, BUFF-COLORED ARTICLES OF INCORPORATION.

#### FROM:

Kenneth B. Thomson, P.A. Attorney and Counselor at Law 101 Southhall Lane, Suite 400 Maitland, FL 32751

Phone: (407) 667-4888 Fax: (407) 388-0040

Dated: November 20, 2003

#### FILED

## ARTICLES OF INCORPORATION of RUSSELL HOMES, INC.

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SECTATE OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopt the following Articles of Incorporation:

#### ARTICLE I

#### **NAME**

The name of the corporation is:

RUSSELL HOMES, INC.

#### **ARTICLE II**

#### PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is:

2260 Topping Place, Eustis, FL 32726-7664

The mailing address of the corporation is:

2260 Topping Place, Eustis, FL 32726-7664

#### ARTICLE III

#### **CORPORATE DURATION**

The duration of the corporation is perpetual.

#### ARTICLE IV

#### PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

- 1. To transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- 2. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

#### ARTICLE V

#### CAPITALIZATION

The total number of shares of stock that the corporation is authorized to issue is Twenty Thousand (20,000), all of which shall be Common Stock, with the par value of One Dollar (\$1.00) per share. All Common Stock shares shall be identical with each other in every respect and the holder of Common Stock shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

#### ARTICLE VI

#### PREEMPTIVE RIGHTS

The holders of shares of the corporation shall have preemptive rights to subscribe or purchase from the corporation any shares authorized but unissued, or any newly authorized shares.

#### **ARTICLE VII**

#### INITIAL DIRECTORS

The following individuals shall initially hold the office of Director:

1. Rickey J. Russell

Director

2. Ryan J. Russell

Director

#### ARTICLE VIII

#### **INITIAL OFFICERS**

The following individuals shall initially hold the following Offices:

1. Rickey J. Russell

President

2. Ryan J. Russell

Secretary

3. Rickey J. Russell

Treasurer

#### ARTICLE IX

#### REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

2260 Topping Place, Eustis, FL 32726-7664

and, the name of its initial registered agent at such address is:

Rickey J. Russell

#### ARTICLE X

#### **INCORPORATOR**

The name and address of the incorporator is:

Rickey J. Russell
2260 Topping Place
Eustis, FL 32726-7664

IN WITNESS WHEREOF, the Incorporator has hereunto set his hand on November 20, 2003.

INCORPORATOR: RICKEY J. RUSSELL

Rickey J. Russell, as Incorporator

## CONSENT TO SERVE AS REGISTERED AGENT of RUSSELL HOMES, INC.

Rickey J. Russell hereby consents to serve as Registered Agent in the State of Florida for RUSSELL HOMES, INC. He understands that as agent for the corporation it will be the Agent's responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation, and immediately notify the office of the Secretary of State in the event of his resignation, or of any changes in the registered office address of the corporation for which he is Agent pursuant to F.S. 607.0501(3).

Dated: November 20, 2003.

REGISTERED AGENT: RICKEY J. RUSSELL

By

Rickey J. Russell 2260 Topping Place Eustis, FL 32726-7664 SECKELARIAGE FILE