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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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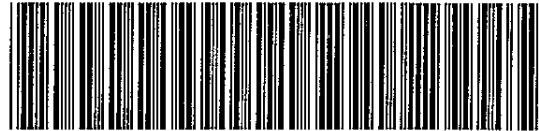
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Affordable Homes of Pensacola, Inc.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

FROM:

Barry T. Brown
Name
11506 Thousand Oaks Dr.
Address
Pensacola, Fl. 32514
City, State, & Zip
(850) 393-4453
Telephone Number

Note: Additional copy of articles is needed when certified copy is requested.

Articles of Incorporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

Affordable Homes of Pensacola, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

Article I Name

The name of the corporation shall be:

Affordable Homes of Pensacola, Inc.

Article II Principal Office

The principal place of business and mailing address of this corporation shall be:

**11506 Thousand Oaks Drive
Pensacola, FL 32514**

Article III Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten thousand (10,000) shares of one dollar (1.00) par value common stock.

Article IV Initial Registered Agent and Address

The name and address of the initial registered agent is:

Barry T. Brown
11506 Thousand Oaks Drive
Pensacola, Florida 32514

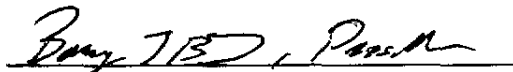
Article V Incorporator(s)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Barry T. Brown
11506 Thousand Oaks Drive
Pensacola, Fl 32514

The undersigned has (have) executed these Articles of Incorporation this

14th day of Februaray 2004.



Signature/Title

Signature/Title

Signature/Title

Certificate of Designation

Registered Agent / Registered Office

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is : **Affordable Homes of Pensacola, Inc.**
2. The name and address of the registered agent and office is:

Barry T. Brown
Name
11506 Thousand Oaks Drive
Address
Gulf Breeze, Florida, 32561
City, State, & Zip

Signature Barry T. Brown
(corporate officer)

Title President

Date 2/14/04

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature Barry T. Brown

Date 2/14/04