

P95000004534

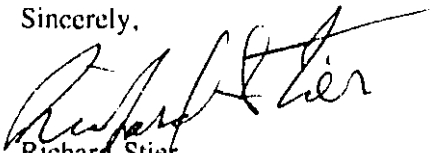
December 20, 1994

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

Re: Filing Corporation Documents for Stier-McNabb Homes, Inc.

Enclosed are the Articles of Incorporation for the above named Corporation along with a check for \$122.50. Please process these documents. If you should have any questions, please contact me at (407) 328-0520.

Sincerely,


Richard Stier
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 18 PM 4:11

ARTHUR RUTENBERG HOMES
M. Pete McNabb, Inc.
820 W. Lake Mary Blvd., Ste 101
Sanford, Florida 32773

W95-279
615

KAN 1-5



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 5, 1995

RICHARD STIER
820 W. LAKE MARY BLVD.
SUITE 101
SANFORD, FL 32773

SUBJECT: STIER-MCNABB HOMES, INC.
Ref. Number: W9500000279

We have received your document for STIER-MCNABB HOMES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 195A00000450

ARTICLES OF INCORPORATION
OF
STIER-McNABB HOMES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JAN 18 PM 4:11

ARTICLE I

NAME

The name of this corporation is Stier-McNabb Homes, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 820
West Lake Mary Boulevard, Suite 101, Sanford, FL 32713.

ARTICLE III

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of the date of filing of these
Articles of Incorporation with the Florida Secretary of State.

ARTICLE IV

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the
United States of America and of this State.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar
(\$1.00) par value common stock.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

This name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Richard Stier, 820 West Lake Mary Boulevard, Suite 101, Sanford, FL 32713.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the ByLaws, but shall never be less than one (1). The name and address of the initial director of this corporation are M. Pete McNabb, 820 West Lake Mary Boulevard, Suite 101, Sanford FL 32713.

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Richard Stier, 820 West Lake Mary Boulevard, Suite 101, Sanford, FL 32713. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of §607.0501, Florida Statutes.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLES XI

INFORMAL SHAREHOLDER ACTION

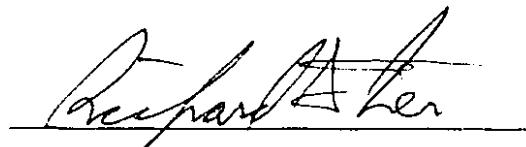
The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes §607.0704 and the Bylaws.

ARTICLE XII

LONG-TERM EMPLOYMENT CONTRACT

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for periods longer than one year, and any charter or Bylaw provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contract.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this
22nd day of December, 1994.




Richard Stier

INCORPORATOR

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated herein, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: January 12, 1995


Richard Stier

P95000004534

M. Pete McNabb of Central Florida, Inc.

September 16, 1997

Florida Department of State
Department of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-09/25/97--01035--001
*****35.00 *****35.00

SUBJECT: Name Change of Corporation (Document Number P95000004534)

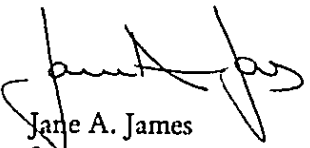
Dear Sir:

Enclosed please find two executed copies of the Articles of Amendment, our check in the amount of \$35.00, payable to the Secretary of State of Florida, representing the filing fee. Please process these documents and return the Acknowledgment copy of the Articles to my attention at: M. Pete McNabb, Inc., 2201 Cantu Court, #110, Sarasota, FL 34232.

If you have any questions or require further information, please contact me (941-378-3878).

Sincerely,

M. PETE MCNABB OF CENTRAL FLORIDA, INC.


Jane A. James
Secretary

JAJ/cb

Enclosures (3)

FILED
97 SEP 25 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

name change
LIT
9-30-97

ARTICLES OF AMENDMENT OF
STIER-MCNABB, INC., a Florida Corporation

FILED

97 SEP 25 PM 12:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, in accordance with the Florida Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the corporation is M. PETE MCNABB OF CENTRAL FLORIDA, INC.
2. Article I of this corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

"ARTICLE I
NAME

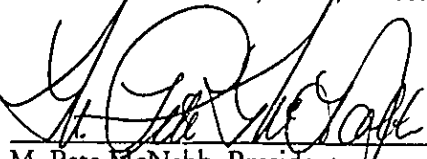
The name of this corporation is M. PETE MCNABB OF CENTRAL FLORIDA, INC."

3. This Amendment has been adopted by unanimous consent of the Director and Shareholder of the Corporation at a Special Meeting of the Director and Shareholder of the Corporation on September 11, 1997.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Amendment on behalf of the corporation this 11th day of September, 1997.

STIER-MCNABB HOMES, INC., a Florida Corporation

By:


M. Pete McNabb, President

(CORPORATE SEAL)