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Reply To: Cocon

P95000008615

Mariner Square
Suite 302
96 Willard Street
Cocon, Florida 32922-7998
Telephone (407) 639-1328
Fax (407) 639-6698

Imperial Place
Suite 400
6767 N. Wickham Road
Melbourne, Florida 32940
Telephone (407) 259-6611
Fax (407) 259-6624
*(Admitted in TX & GA only)

January 17, 1995

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation -
Avalon Custom Homes, Inc.

100001392324
-01/30/95--01018--013
****122.50 ***122.50

Dear Sir or Madam:

Enclosed herewith please my firm's check in the amount of \$122.50, representing the filing fee for the enclosed Articles of Incorporation, registered agent fee and certified copy fee. Also enclosed please find a stamped, self-addressed envelope for the return of the stamped Articles.

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

Sincerely,

Mark S. Peters

Enclosure

SecState.LT
(Berger/Avalon Custom Homes)

FILED
95 JAN 27 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN FEB - 2 1995

ARTICLES OF INCORPORATION
OF AVALON CUSTOM HOMES, INC.

FILED
95 JAN 27 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is AVALON CUSTOM HOMES, INC., located at 4990 Falcon Boulevard, Cocoa, Florida 32927.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: To manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 96 Willard Street, Suite 302, Cocoa, Florida 32922,

and the name of the initial registered agent of this corporation at that address is Mark S. Peters, Esquire.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws or agreement, but shall never be less than one. The name and address of the initial director is ARTHUR W. BERGER, JR., AVALON CUSTOM HOMES, INC., 4990 Falcon Boulevard, Cocoa, Florida 32927.

<u>NAME</u>	<u>ADDRESS</u>
ARTHUR W. BERGER, JR.	4990 Falcon Blvd. Cocoa, FL 32922

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
ARTHUR W. BERGER, JR.	4990 Falcon Blvd. Cocoa, FL 32927

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XII - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XIII 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 XIV - I.R.C. SECTION 1244 STOCK

It is the intent of the Incorporator to qualify the shares issued hereunder as "Section 1244 Stock" pursuant to Section 1244 of the Internal Revenue Code of 1986.

ARTICLE XV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he


already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th day of January, 1995.


ARTHUR W. BERGER, JR.

STATE OF FLORIDA)
) ss:
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 13th day of January, 1995, by ARTHUR W. BERGER, JR., who is personally known to me and who did take an oath.


NOTARY PUBLIC



CAROLE D. SHOWERS
MY COMMISSION # CC323343 EXPIRES
October 13, 1997
BONDED THRU TROY FARM INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that AVALON CUSTOM HOMES, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Cocoa, County of Brevard, State of Florida, has named MARK S. PETERS, ESQ., located at 96 Willard Street, Suite 302, Cocoa, Florida 32922, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


MARK S. PETERS, ESQ.

Avalon.ART

FILED
95 JAN 27 AM 8:48
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

P95000008615

Denise P. Albert

Requestor's Name

7336 SW 169th Terr.

Address

Miami, FL 33157

City/State/Zip

Phone #

800001754818

-03/22/96--01094--017

*****70.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
36 MAR 22 PM 2:57
SECURARY OF STATE
TALLAHASSEE, FLORIDA

OK
P95000008615
RACM
3-22-96

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Avalon Custom Homes, Inc.

1b. The mailing address of the corporation is : 8660 Astronaut Blvd., Suite 2
Cape Canaveral, FL 32920

1c. Date of incorporation: 1-27-95 Document number: P95000008615

2. The name and address of the current registered agent and office:

Mark S. Peters, Esquire
96 Willard St., Suite 302
Cocoa, FL 32922

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Arthur W. Berger
8660 Astronaut Blvd., Suite 2
Cape Canaveral, FL 32920

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

(Signature of an officer, chairman or vice chairman of the board) 12 March 1996
(Date)

Jovan J. Barzelatto, Vice-President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

(Signature of Registered Agent) Arthur W. Berger 12 March 1996
(Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

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

FILING FEE: \$35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

36 MAR 22 PM 2:57

FILED