

LAW OFFICES
RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & RD, P.A.
RICHARDS BUILDING
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CLEARWATER, FLORIDA 34618
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FAX (813) 440-1741

RALPH RICHARDS (800) 488-0000
JOHN D. FITE
JOHN E. SLAUGHTER JR.
EMIL G. PRATESI
H. CARLTON WARD
CYNTHIA L. RICE

MARK D. BREAKSTONE

January 30, 1995

WILLIAM W. GILKEY
WILLIAM M. MACKENZIE
OF COUNSEL

PORT RICHEY OFFICE

MIDDE PLACE EXECUTIVE CENTER
8410 U.S. HIGHWAY 19, SUITE 104
PORT RICHEY, FLORIDA 34668
TEL (813) 841-1833
FAX (813) 841-8742

P95000009921

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
BRENTWOOD CUSTOM HOMES, INC.

Gentlemen:

We enclose herewith for filing in your office the original Articles of Incorporation and designation of Registered Agent for the above noted corporation.

We also enclose herewith a check, payable to your order, in the amount of \$122.50 to cover the following:

| | |
|-------------------------------|--------------|
| File Fee | \$ 35.00 |
| Registered Agent Fee | 35.00 |
| Certified Copy of Articles | <u>52.50</u> |
| | \$122.50 |

We shall appreciate your forwarding the certified copy of the Articles to the undersigned at the firm and address shown above.

Very truly yours

Emil G. Pratesi
Emil G. Pratesi

EGP/pmy
Enclosures

EGP
2/17/95
P95-89321

RECEIVED
FEB 1 1995
FEB 1 1995

FILED
FEB -1 AM 11
1995

ARTICLES OF INCORPORATION
OF
BRENTWOOD CUSTOM HOMES, INC.

FILED
1995 FEB -1 AM 7:59
SEAL
TALLAHASSEE, FLORIDA

I.
NAME

The name of this corporation shall be BRENTWOOD CUSTOM HOMES, INC.

II.
PURPOSE

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this State.

III.
TERM OF EXISTENCE

This corporation shall begin existence as of the date of filing and shall exist perpetually.

IV.
CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of \$1.00 par value.

V.
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.

VI.
MAILING ADDRESS

The mailing address of the corporation is 402 South North Lake Boulevard, Suite 1020, Altamonte Springs, Florida 32701.

VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1253 Park Street, Clearwater, Florida 34616 and the name of the initial registered agent of this corporation at that address is Emil G. Pratesi.

VIII.

INCORPORATORS

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

Emil G. Pratesi 1253 Park Street
Clearwater, Florida 34616

IX.

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

X.

AMENDMENT

The 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed this Articles of Incorporation this 30 day of January, 1995.



EMIL G. PRATESI

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

In pursuance of Chapter 48.091, Florida Statutes,
following is submitted, in compliance with said Act:

First--That BRENTWOOD CUSTOM HOMES, INC. desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the articles of incorporation at City of
Clearwater, County of Pinellas, State of Florida, has named Emil G.
Pratesi, located at 1253 Park Street, City of Clearwater, County of
Pinellas, State of Florida, as its agent to accept service of
process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By: 

(REGISTERED AGENT)

EGP/pmy
\CORP\6

FILED
1995 FEB-1 AM 11:50
SEAL
TALLAHASSEE, FLORIDA

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

904-222-0393

P95000009921



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

95 DEC 11 PM 12:25

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 760937 80881A

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia P.

ORDER DATE : December 11, 1995

ORDER TIME : 9:22 AM

ORDER NO. : 760937

CUSTOMER NO: 80881A

CUSTOMER: Theodore D. Estes, Esq
Warlick Fasset Divne &
Orange Bank Bldg., Suite 500
14 East Washington Street
Orlando, FL 32801

700001658990

FILED
95 DEC 11 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILINGS

File 1st

NAME: BRENTWOOD CUSTOM HOMES, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
X PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

VOIDS
12-11

ARTICLES OF DISSOLUTION
OF
BRENTWOOD CUSTOM HOMES, INC.

FILED
95 DEC 11 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

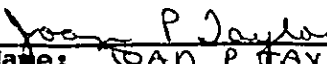
PERRY VERILLE, as an officer, director and majority stockholder of BRENTWOOD CUSTOM HOMES, INC., a Florida corporation, duly filed under File Number 95-000009921 in the office of the Secretary of State in and for the state of Florida on February 2, 1995, hereby files a voluntary dissolution of the corporation and alleges:

1. The name of the corporation is BRENTWOOD CUSTOM HOMES, INC.
2. The corporation was filed with the Secretary of State for the state of Florida on February 2, 1995.
3. The corporation has conducted no business in the state of Florida.
4. There is no debt of the corporation that remains unpaid.
5. Any net assets of the corporation have been distributed to the shareholders.
6. A majority of the directors authorized the dissolution.

Dated this 4th day of December, 1995.


PERRY VERILLE

SWORN TO AND SUBSCRIBED before me this 4 day of December, 1995 by PERRY VERILLE, who is personally known to me and who did take an oath.


Name: JOAN P. TAYLOR
Notary Public, State of Fla.
Serial No. _____

My commission JOAN P. TAYLOR
MY COMMISSION # CC 461167
EXPIRES: September 30, 1999
Bonded Thru Notary Public Underwriters