

P940000 11115

ICARD, MERRILL, CULLIS, TIMM,

FUREN & GINSBURG, P.A.

ATTORNEYS AND COUNSELLORS

2033 MAIN STREET, SUITE 600

SARASOTA, FLORIDA 34237

(813) 366-8100

FACSIMILE

(813) 366-6384

REPLY TO: P.O. BOX 4195

SARASOTA, FLORIDA 34230

100 NORTH TAMPA, SUITE 3100

POSTAL DRAWER 3430

TAMPA, FLORIDA 33601

(813) 221-2100

TAMPA FACSIMILE

(813) 229-0550

F. THOMAS HOPKINS

February 6, 1995

FEDERAL EXPRESS

Division of Corporations
Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
95 FEB -7 PM
FILE
600001 399826
-02/08/95--01027--002
***367.50 ***122.50

RE: Nisley Calusa Development, Inc.
Nisley Investments, Inc.
Nisley Homes, Inc. Calusa Lakes Division

To Whom It May Concern:

Enclosed are executed Articles of Incorporation, in duplicate, for Nisley Calusa Development, Inc., Nisley Investments, Inc. and Nisley Homes, Inc. Calusa Lakes Division. Also enclosed is our firm's check in the amount of \$367.50, representing payment of the following:

Filing Fee:	\$ 35.00
Certified Copy:	\$ 52.50
Registered Agent Designation:	\$ <u>35.00</u>
Total:	\$122.50

for each of the three corporations.

Please return the certified copies of the articles of each corporation to me at the Sarasota address shown above.

Sincerely,

F. THOMAS HOPKINS

FTH:lw
Enclosures

TH
2-9-95

ARTICLES OF INCORPORATION
OF
NISLEY HOMES INC. CALUSA LAKES DIVISION

FILED

95 FEB -7 PM 1:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. - NAME

The name of the corporation is NISLEY HOMES INC. CALUSA LAKES DIVISION.

ARTICLE 2. - PRINCIPAL OFFICE

The principal office of the corporation shall initially be at 2535 Bee Ridge Road, Sarasota, Florida, 34239. The corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. - MAILING ADDRESS

The initial mailing address of the corporation shall be 2535 Bee Ridge Road, Sarasota, Florida, 34239. The corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 5. - SHARES

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE 7. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2033 Main Street, Suite 600, Sarasota, Florida, 34237, and the name of the initial registered agent of this

corporation at that address is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.; Attention: F. Thomas Hopkins.

ARTICLE 8. - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Andrew M. Nisley
2535 Bee Ridge Road
Sarasota, Florida 34239

Sherell W. Johnson, Jr.
2477 Stickney Point Road, Ste. 221-B
Sarasota, Florida 34231

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

F. THOMAS HOPKINS
ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.
2033 Main Street, Suite 600
Sarasota, Florida 34237

ARTICLE 10. - CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE 11. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such

office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

The undersigned Incorporator has executed these Articles of Incorporation on the 31st day of January, 1995.

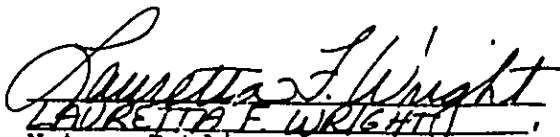


F. THOMAS HOPKINS

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 31st day of January, 1995, by F. THOMAS HOPKINS, who is personally known to me or who has produced N/A as identification.



LAURETTA F. WRIGHT

Notary Public
State of Florida at Large
My Commission Expires:

Notary Public, State of Florida
My Commission Expires March 14, 1995
Bonded Thru Tivy Fair - Insurance Inc.

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR
NISLEY HOMES INC. CALUSA LAKES DIVISION

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: 1-31-95.

ICARD, MERRILL, CULLIS, TIMM,
FUREN & GINSBURG, P.A.

By: *F. Thomas Hopkins*
F. Thomas Hopkins,
its authorized agent

Registered Agent

NISLEY\CALUSA\ARTICLES.CLD

RECEIVED
TALLAHASSEE
95 FEB -7 PM 1:15
FILED