

P95000016159

INTENTION TO FILE
ARTICLES OF INCORPORATION

February, 20, 1995

P.O. Box 63

700001416287
-02/27/95--01071--013
****122.50 ****122.50

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

RECEIVED BY R. 32314

EFFECTIVE DATE

Dear Secretary of State: 3-01-95

Enclosed find one original and a copy of the Articles of Incorporation of Spencer Built Homes.

Also find enclosed a check made payable to the Secretary of state in the amount of \$122.50 which includes the statutory filing fee. We would like the effective date of this incorporation to be April 1, 1995. Your assistance in establishing the corporation to be known as Spencer Built Homes is appreciated. ~~April~~ MARCH

Respectfully,

Secretary

Donal L. Pence

FILED
1995 FEB 27 PM 4:10

BOB
2/27/95
P95-16159

FILED
1995 FEB 27 PM 4:10
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Spencer Built Homes, Inc.

The undersigned, acting as incorporator under the provisions of the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I. NAME

EFFECTIVE DATE

3-01-95

The name of this corporation is: Spencer Built Homes, Inc.

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States and the State of Florida. To engage in the business of construction and remodeling of single-family and multi-family dwellings.

To establish copy rights and/or patents, to purchase, to receive by way of gift, subscribe for, invest in, and in all other ways import, lease possess, maintain, handle on consignment, own, hold for investment or otherwise use, enjoy, exercise, operate, manage, conduct, perform, make, borrow, guarantee, contract in respect of trade and deal in, sell, exchange, let, lend, export, mortgage, pledge, deed in trust, hypothecate, encumber, transfer, assign and in all other ways dispose of, design, develop, invent, improve, equip, repair, alter, fabricate, assemble, build, construct, operate, manufacture, plant, cultivate, produce, market and in all other ways (whether like or unlike any of the foregoing), deal in and with property of every kind and character, real personal or mixed, tangible or intangible, wherever situated and however held, including, but not limited to, money credits, choices in action, securities, stocks, bonds, warrants, script, certificates, debentures, mortgages, notes, commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation, foreign or domestic, or of any government or subdivision of agency thereof, documents of title, and accompanying rights, and every other kind and character of personal property, real property (improved or unimproved), and the products and avails thereof, and every character if interest therein and appurtenance thereto, including but not limited to, mineral, oil, gas and water rights, all or any part of any going business and its incidents, franchises, subsidies, charters, concessions, grants, rights, powers or privileges, granted or conferred by any government or subdivision or agency thereof, and

any interest in or part of any of the foregoing, and to exercise in respect thereof all of the rights, powers, privileges, and immunities of individual owners or holders thereof.

To hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor, or otherwise, either alone or in company with others.

To promote or aid in any manner, financially or otherwise, any person, firm association or corporation, and to guarantee contracts and other obligations.

To let concessions to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association or corporation, or any government or authority or subdivision or agency thereof

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is FIVE HUNDRED (500) with a par value of ONE DOLLAR (\$1.00) each. All of the shares are of one class only.

ARTICLE IV. TERMS OF EXISTENCE

The corporation is to exist perpetually. The effective date shall be March 1, 1995.

ARTICLE V. ADDRESS

The initial address of the principle office of this corporation is: 3383 Gregory Ave. Fernandina Beach, FL 32034. The Board of Directors may, from time to time, move the principle office to and other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stock holders, but shall never be less than two (2).

ARTICLE VII. INITIAL DIRECTOR

The name and address of the initial directors who shall hold office for the first year of corporate existence or until their successors are elected or appointed and have qualified are:

DIRECTOR	ADDRESS
Daniel L. Spencer	3383 Gregory Ave. Fernandina Beach, FL 32034
Orville Spencer	173 N. W. 6th Street Torledo, OR. 97391

ARTICLE VIII. OFFICERS

The names and addresses of the officers who shall hold office for the first year of corporate existence or until their successors are elected or appointed are:

NAME	OFFICE	ADDRESS
Orville Spencer	President	173 N. W. 6th Street Torledo, OR. 97391
Daniel L. Spencer	Vice-President Sec./Treasurer	3383 Gregory Ave. Fernandina Beach, FL 32034

ARTICLE IX. REGISTERED AGENT

The name and address of the initial registered agent of this corporation is: WILLIAM J. SMITH, 324 N 15th Street, Fernandina Beach, FL 32034.

ARTICLE X. INCORPORATOR

The name and address of the incorporator is: WILLIAM J. SMITH, 324 N 15th Street, Fernandina Beach, FL 32034

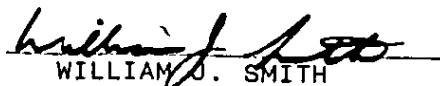
ARTICLE XI. MEETINGS

Annual meetings shall be held on June 1 of each year proceeding the filing of the Articles of Incorporation.

ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the issued and outstanding stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made. Each and every action required to be voted upon and thereby approved by the stockholders shall be approved by a majority vote of the stockholders.

EXECUTED this 24th day of FEBRUARY.


WILLIAM J. SMITH

By my signature below, I hereby accept appointment as the Designated Registered Agent of this Corporation.

William J. Smith
WILLIAM J. SMITH

STATE OF FLORIDA
COUNTY OF NASSAU

THE FOREGOING instrument was acknowledged before me this _____ day of Feb. 24, 1995, by William J. Smith, who is personally known to me.

Virginia B. Batten (Sign)
VIRGINIA B. BATTEN

Notary Public, State of Florida
My Comm. expires July 30, 1996

Comm. No. CC218825 (Print)

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires: _____

FILED
1995 FEB 27 PM 4:11
TALLAHASSEE, FLORIDA