LYNDA SEXTON SANDERS, C.P.A.

P.O. BOX 4546 ST. AUGUSTINE, FL 32085-4546 (904) 824-2276 FAX: (904) 825-0187

0003550 SECRETARY OF STATE MALLAHASSES, FLORIDA

FILED

March 23, 1995

100001441871 -03/28/95--0116--003 ****122.50 ****122.50

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

RE: Orange/Sanders Enterprises Inc.

Gentlemen:

Enclosed are the Articles of Incorporation for Orange/Sanders Enterprises Inc. and a check for \$122.50.

Please send letter with Charter Number to the above address so that I can get all the proper federal identification numbers. ないな

Thank you.

MAR 3 0 1995

Sincerely,

Lynda S. Sanders

Certified Public Accountant

Enclosures (2)

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SECRETARY OF STATE
LAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF ORANGE/SANDERS ENTERPRISES INC.

ARTICLE 1 - NAME

The name of this corporation is ORANGE/SANDERS ENTERPRISES INC.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin is ONE THOUSAND DOLLARS (\$1,000.00).

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - ADDRESS

The initial address of the principal place of business of this corporation in the State of Florida is 1945 SR 16, St. Augustine, FL 32095.

ARTICLE VIII - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws adopted by the stockholders but never be less than one (1).

ARTICLE VIII - INITIAL DIRECTOR

The name and street address of the members of the first Board of Directors, who, unless otherwise provided by these Articles of Incorporation shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are:

Wm. Martin Sanders

3921 Barbara Terrace St. Augustine, FL 32086

ARTICLE IX - SUBSCRIBERS

The subscribers to these Article of Incorporation are also the Initial Directors, whose names and address appear in Article VIII above.

ARTICLE X - AMENDMENT

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 by them at a stockholder's meeting by the majority of the stock entitled to vote thereon, unless all directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - RESIDENT AGENT

The resident agent herein shall be Wm. Martin Sanders, 3921 Barbara Terrace, St. Augustine, FL 32086.

Wm. Martin Sanders

STATE OF FLORIDA COUNTY OF ST. JOHNS

I hereby certify that on this day personally appeared before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, Wm. Martin Sanders, to me known to be the person described in as subscribers and who executed the foregoing Articles of Incorporation. W. rNESS my hand and official seal in the County and State above named this 23rd day of March 1995.

Lynda Sexton Sanders	, Notary Public
PERSONALLY KNOWN	_xx
PRODUCED IDENTIFICA	TION
TYPE:	
My commission expires:	LYNDA SEXTON SANDERS Notary Public, State of Florida My Comm. Expires Oct. 21, 1995 Comm. No. CC142608

ACCEPTANCE OF REGISTERED AGENT:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Wm. Martin Sanders

000025501 LYNDA SEXTON SANDERS, C.P.A.

P.O. 80X 4546 ST. AUGUSTINE, FL 32085-4546 (904) 824-2276 FAX: (904) 825-0187

February 15, 1996

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

Gentlemen:

*****52.50 *****52.50

Enclosed is my check in the amount of \$52.50 and the articles of amendment changing the name of Orange/Sanders Enterprises, Inc. To Homes by Marlyn, Inc.

Thank you.

Sincerely,

Lynda S. Sanders

Certified Public Accountant

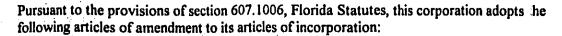
ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ORANGE/SANDERS ENTERPRISES INC.



FIRST: Amendment adopted: Article I the name of the corporation is changed

to Homes by Marlyn, Inc.

SECOND: The date of this amendment's adoption is February 1, 1996.

THIRD: Adoption of Amendments was approved by the shareholders. The number of

votes for the amendment was sufficient for approval.

Signed this 15th day of February 1996.

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 20, 1996

LYNDA S. SANDERS, C.P.A. P. O. BOX 4546 ST. AUGUSTINE, FL 32085-4546

SUBJECT: HOMES BY MARLYN, INC.

Ref. Number: P95000025501

The document for HOMES BY MARLYN, INC. was filed on February 16, 1996. However, your check for \$52.50 was not sufficient to cover the certification you requested.

If you will return a chack in the amount of \$35.00, with a copy of this letter and a filed stamped copy of the document, if available, your request will be promptly handled.

Should you have any questions concerning the fees, please refer to the attached fee schedule.

Thelma Lewis Division of Corporations