

795000060935

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

95 AUG -8 AM 11:17

Ad 8/8/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY AAK _____

WALK-IN
 Will Pick Up 5-8 1202

RE: J. L. Linder, Inc

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
Art of Amend. File		
Dissolution/Withdrawal		
C U S-	5000001 85466'S	
Fictitious Name File	08/08/95 010.05 4006	
	***122.50 ***122.50	
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prop		
FAX () pgs		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit Invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
OF FLORIDA - CORPORATIONS

95 AUG -8 AM 11:17

J. L. LINDER, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is J. L. Linder, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be: 34 Industrial Loop North, Orange Park, Florida 32073.

ARTICLE III - DURATION

This corporation shall commence business upon the filing of these Articles of Incorporation and thereafter shall exist perpetually.

ARTICLE IV - CAPITAL STOCK

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

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 34 Industrial Loop North, Orange Park, Florida 32073, and the name of the Corporation's initial registered agent at that address is Jerry L. Linder, Jr.

ARTICLE VI - INCORPORATOR

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

Jerry L. Linder, Jr.
34 Industrial Loop North
Orange Park, Florida 32073

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 by-laws but shall never be less than one (1).

The name and address of the initial director of the corporation is:

Jerry L. Linder, Jr.
34 Industrial Loop North
Orange Park, Florida 32073

ARTICLE VIII - PURPOSE

The purpose of this Corporation is:

- (a) To own and operate a business enterprise for the purpose of the construction of residential and commercial structures and the doing of any and all things related thereto.
- (b) The ownership, purchase, sale, mortgage or pledge, and the dealing in and with all kinds and manner of property, whether real, personal, tangible or intangible.
- (c) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

ARTICLE IX- RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

ARTICLE X - 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.

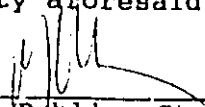
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 7th day of August, 1985.


JERRY L. LINDER, JR., Incorporator

STATE OF FLORIDA
COUNTY OF CLAY

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Jerry L. Linder, Jr., who executed the foregoing Articles of Incorporation, and who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 7th day of August, 1995.



Notary Public, State of Florida
(Official Stamp)



ROBERT J. HEAD JR.
My Commission CC243368
Expires Dec. 06, 1996
Bonded By HAI
800-422-1555

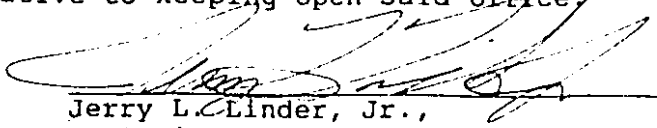
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

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

First - J. L. Linder, Inc., desiring to organize under the
laws of the State of Florida, with its principal office as
indicated in the Articles of Incorporation at 34 Industrial Loop
North, Orange Park, County of Clay, State of Florida, has named
Jerry L. Linder, Jr., of 34 Industrial Loop North, Orange Park,
Clay County, Florida (32073), 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.


Jerry L. Linder, Jr.,
Registered Agent

FILED
SECRETARY OF STATE
95 AUG -8 4:11:17
TALLAHASSEE

P95000060935

HEAD, SMITH, METCALF, AGUILAR,

MOSS & SIERON, P. A.

ATTORNEYS AT LAW

1329 N. HOLLEY AVENUE, SUITE A

POST OFFICE BOX 855

ORANGE PARK, FLORIDA 32073

ROBERT J. HEAD, JR.
LARRY SMITH
FRANK B. METCALF
ROBERT AGUILAR
JOHN D. MOSS
MARK A. SIERON
HOLLY FULTON PERRITT
D. CRAIG CALLEY

DOUGLASS E. MYERS, JR.
OF COUNSEL

August 29, 1995

TELEPHONE
(904) 264-6000
TELECOPIER
(904) 264-9223
REAL ESTATE TELECOPIER
(904) 269-5726

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-03/01/95--01004--009
*****35.00 *****35.00

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

Re: Amendment to Articles of Incorporation
J. L. Linder, Inc.

Gentlemen:

Enclosed for filing in your office are the original and one copy of Articles of Amendment to the Articles of Incorporation for the referenced corporation.

We have also enclosed our check number 20373 in the sum of \$35.00 for the cost of filing. As soon as the Articles have been filed, please return a "FILED" stamped copy of same to our office in the enclosed stamped, pre-addressed envelope.

Thank you for your assistance. Should you need any further information, please do not hesitate to contact this office.

Yours very truly,

Robert J. Head, Jr.

Robert J. Head, Jr.

RJH/cg
Enclosures

SH SEP - 5 1995

NC

95 AUG 31 PM 2:29
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
J. L. LINDER, INC.

Pursuant to the provisions of Section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the following Amendments to its Articles of Incorporation:

1. The name of this corporation is hereby amended and changed from J. L. LINDER, INC., to:

THE VINTAGE GROUP, INC.

2. The foregoing Amendment to the Articles of Incorporation was adopted by the unanimous vote of the Shareholders of the Corporation, consisting solely of one voting group, at a duly called Shareholders meeting held on August 25, 1995.

DATED this 28th day of August, 1995.

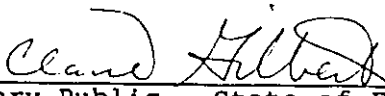
J. L. LINDER, INC.

By: 
JERRY L. LINDER, JR., President

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was subscribed and sworn to personally before me this 28th day of August, 1995, by JERRY L. LINDER, JR., who stated that he was the President of J. L. LINDER, INC., was duly authorized to execute the foregoing and had executed the same for the purposes set forth therein. JERRY L. LINDER, JR., is personally known to me.


Notary Public - State of Florida
(Official Stamp)



CLAIRE GILBERT
My Commission CC294512
Expires Jun. 14, 1997