

9600004199

CLEM, POLACKWICH, VOGELLE & TAYLOR
ATTORNEYS AT LAW

A PARTNERSHIP INCLUDING
PROFESSIONAL ASSOCIATIONS

CHRISTER CLEM, P.A.
ALAN S. POLACKWICH, SR., P.A.
LOUIS B. VOGELLE, JR., P.A.
JAMES A. TAYLOR, III

PAUL B. BERG

ROBERT GOLDEN
OF COUNSEL

*BOARD CERTIFIED IN CIVIL TRIAL PRACTICE

SUITE 801
UNIVERSITY BUILDING
2770 INDIAN RIVER BOULEVARD
VERO BEACH, FLORIDA 32980-4278
TELEPHONE (407) 602-8111
FAX (407) 602-2870

BREVARD COUNTY OFFICE
SUITE 1
1001 AIRPORT BOULEVARD
MELBOURNE, FLORIDA 32901
TELEPHONE (407) 726-3300
PLEASE REPLY TO
VERO BEACH

VIA UNITED PARCEL SERVICE DELIVERY

January 9, 1996

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

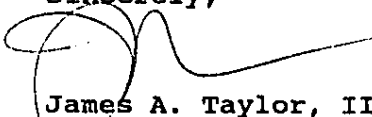
RE: **Ameritrend Homes, Inc.**
Showcase Homes, Inc.

Dear Sirs/Ladies:

In regard to the above, please find enclosed two (2) original sets of Articles of Incorporation. Please file the enclosed Articles and return the acknowledgements concerning filing of the same to the undersigned as promptly as possible. This firm's check in the amount of \$140.00 is enclosed representing payment of the fee for this service.

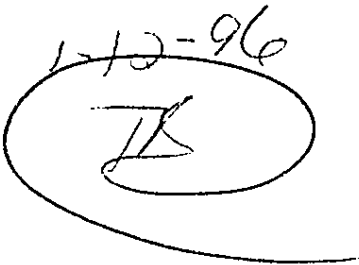
Thank you for your attention to this matter.

Sincerely,


James A. Taylor, III

JAT:PAH
Encs. - check
19690

100001684761
-01/10/96--01097--005
****140.00 *****70.00

1-10-96


ARTICLES OF INCORPORATION

OF

AMERITREND HOMES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be as follows:

AMERITREND HOMES, INC.

The principal place of business of this corporation shall be c/o 703 - 17th Street, Vero Beach, Florida 32960, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation shall engage or transact in any and all lawful activities or business permitted under the laws of the United States; of the State of Florida; or of any other state, country, territory, or principality.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having One and No/100 (\$1.00) Dollar par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 703 - 17th Street, Vero Beach, Florida 32960,

and the name of the initial registered agent of the corporation at that address is MARK C. HERRING.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have three (3) officers and three (3) directors, initially. The names and street addresses of the initial officers and directors who shall hold office for the first (1st) year of the corporation, or until successors are elected or appointed, are as follows:

James R. Adams - President/Director
703 - 17th Street
Vero Beach, Florida 32960.

Paul Adams - Vice President/Director
703 - 17th Street
Vero Beach, Florida 32960.

Mark C. Herring - Secretary-Treasurer/Director
703 - 17th Street
Vero Beach, Florida 32960.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are as follows:

CLEM, POLACKWICH & VOCALLE
c/o James A. Taylor, III
Suite 501, 2770 Indian River Boulevard
Vero Beach, Florida 32960.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 25th day of January, 1996.

CLEM, POLACKWICH, VOCELLE & TAYLOR

By: 

JAMES A. TAYLOR, III

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

MARK C. HERRING, whose address is as follows: 703 - 17th Street, Vero Beach, Florida 32960, which is the same address as set forth in Article IV hereof, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


MARK C. HERRING

19520