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JANUARY 19, 1996

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-01/19/96--01052--013
*****78.75 *****78.75

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

DEAR SIR :

ENCLOSED PLEASE FIND THE ARTICLES OF INCORPORATION FOR
RICHELIEU HOMES, INC. THE COMPANY'S CHECK IN THE AMOUNT OF \$78.75
FOR THE FILING FEE, CERTIFICATE OF STATUS AND REGISTERED AGENT
DESIGNATION IS ENCLOSED.

YOUR COOPERATION IN FILING AND RETURNING THE ENCLOSED COPY
AS FILED WILL BE APPRECIATED.

VERY TRULY YOURS,



DAVID H. THOMAS
DHT\dm

FILED
96 JAN 19 PM 2:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

G3 1/23/96

ARTICLES OF INCORPORATION

OF

RICHELIEU HOMES, INC.

FILED

96 JAN 19 PM 2:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, FOR THE PURPOSES OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DOES HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I

THE NAME OF THE CORPORATION IS: RICHELIEU HOMES, INC.

ARTICLE II

THE DURATION OF THE CORPORATION IS PERPETUAL.

ARTICLE III

THE CORPORATION SHALL COMMENCE ITS CORPORATE EXISTENCE AT 1766 CAPE CORAL PARKWAY CAPE CORAL, FLORIDA 33904

ARTICLE IV

THE GENERAL PURPOSE FOR WHICH THIS CORPORATION IS ORGANIZED SHALL BE THE TRANSACTION OF ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE LAWS OF THE UNITED STATES AND THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE V

THE AGGREGATE NUMBER OF SHARES OF STOCK WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS ONE THOUSAND (1,000.00) SHARES OF NO PAR VALUE COMMON STOCK.

ARTICLE VI

THE STREET ADDRESS OF THE ORIGINAL REGISTERED OFFICE OF THE CORPORATION IS: 1766 CAPE CORAL PARKWAY
CAPE CORAL, FLORIDA 33904
THE; NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS : JIM HUTCHISON.

ARTICLE VII

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS ONE (1). THE NAME OF AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS:

NAME: JIM HUTCHISON

ADDRESS: 1766 CAPE CORAL PARKWAY
CAPE CORAL, FLORIDA 33904

ARTICLE VIII

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

NAME: JIM HUTCHISON

ADDRESS: 1766 CAPE CORAL PARKWAY
CAPE CORAL, FLORIDA 33904

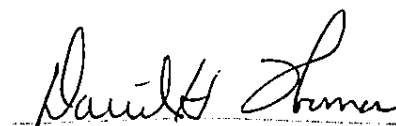
EXECUTED BY THE UNDERSIGNED AT FORT MYERS, FLORIDA ON THIS THE DAY OF JANUARY, 1996.


JIM HUTCHISON
(INCORPORATOR)

STATE OF FLORIDA)
COUNTY OF LEE)

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, AN OFFICER DULY AUTHORIZED IN THE STATE OF FLORIDA AND COUNTY AFORESAID TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED JIM HUTCHISON, TO ME WELL KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION AND ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAME.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE LAST AFORESAID THIS THE 15th DAY OF JANUARY, 1996.


NOTARY PUBLIC

COMMISSION EXPIRES:

(NOTARY SEAL)

DAVID H. THOMAS
Notary Public, State of Florida
My Comm. Expires Mar. 20, 1998
No. CC 357588
Bonded thru Official Notary Service

CERTIFICATE DESIGNATING RESIDENT AGENT
UPON WHOM PROCESS MAY BE SERVED

PURSUANT TO CHAPTER 48.091, FLORIDA STATUTES, RICHELIEU HOMES, INC.,
DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
REGISTERED OFFICE AT 1266 CAPE CORAL PARKWAY CAPE CORAL, FLORIDA 33904
33921 AS INDICATED IN THE ARTICLES OF INCORPORATION, DESIGNATED JIM
HUTCHISON, AS ITS REGISTERED AGENT AT THE FOREGOING ADDRESS 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 PROVISION OF SAID ACT
RELATIVE TO KEEPING OPEN SAID OFFICE.

BY:

Jim Hutchison
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE FLORIDA