PACCO 212 Requestor's Name

315	S. Calhoun St.	Suite 701
	Address	

Tallalassee FL 32308
City/State/Zip Phone # 33 4-5594

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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KAL!	NEW FILINGS	NCE!	AMENDMENTS
X	Profit		Amendment
	NonProfit		Resignation of R.A., Officer/ Direc
	Limited Liability		Change of Registered Agent
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	Other		Merger

	Resignation of R.A., Officer/ Director
_	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/
Foreign
Limited Partnership
 Reinstatement
Trademark
Other

Examiner's Initials

ARTICLES OF INCORPORATION

OF

HORIZON HOMES OF TALLAHASSEE, INC.

The undersigned Incorporator hereby files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I Corporate Name and Address

The name of this Corporation shall be HORIZON HOMES OF TALLAHASSEE, INC. The address of its initial principal office is 2858 Remington Green, Suite 116, Tallahassee, Florida 32308, and its initial mailing address is Post Office Box 13453, Tallahassee, Florida 32317. The office address and mailing address of the Corporation may be changed from time to time by the Board of Directors.

ARTICLE II Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law and shall commence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III Corporate Purpose

The Corporation may engage or transact in any and all lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV Capital Stock

The authorized capital stock of this Corporation shall consist of One Thousand (1,000) shares of Common Stock with a par value of One Dollar (\$1.00) per share. The initial issue of stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but for not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock, and such agreements may be in the form of options, rights of first refusal, cross purchase agreements, or any other lawful form.

ARTICLE V Corporate Powers

This Corporation shall have the corporate powers provided by Florida law.

ARTICLE VI Initial Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 2858 Remington Green, Suite 116, Tallahassee, Florida 32308. The name of the initial Registered Agent of the Corporation at the above address is JOE BUFKIN.

ARTICLE VII Number of Directors

This Corporation shall have one or more directors. The number of directors may be changed from time to time in accordance with and in the manner provided in the Bylaws.

ARTICLE VIII _Initial Board of Directors_

The initial Board of Directors shall consist of one (1) director who shall hold office until the first annual meeting of Shareholders and successor(s) shall have been elected and qualified. The name and address of the initial director of this Corporation are as follows:

JOE BUFKIN Post Office Box 13453 Tallahassee, Florida 32317

ARTICLE IV Incorporator

The name and street address of the sole Incorporator of this Corporation are as follows:

JOE BUFKIN Post Office Box 13453 Tallahassee, Florida 32317

ARTICLE X Corporate Officers

The Corporation shall have the initial officer set forth in Article XI hereinbelow.

Otherwise, the Corporation shall have those officers described in the Bylaws or appointed by

the Board of Directors in accordance with the Bylaws; provided, however, a duly appointed officer may appoint one or more officers or assistant officers if authorized to do so by the Bylaws or the Board of Directors. The Bylaws or the Board of Directors shall delegate to one of the corporate officers the responsibility for preparing the minutes of the Board of Directors' and Shareholders' meetings and for authenticating corporate records. One person may hold more than one or all of the offices of the Corporation.

ARTICLE XI _Initial Officers

The name and address of the person who is to initially hold the offices of this Corporation are as follows:

JOE BUFKIN, President, Secretary and Treasurer Post Office Box 13453 Tallahassee, Florida 32317

ARTICLE XII _Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law, and all rights conferred upon Shareholders hereunder are granted subject to this reservation.

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT

In compliance with Section 48.091, and Section 607.0501, Florida Statutes, the following is submitted:

HORIZON HOMES OF TALLAHASSEE, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated 2858 Remington Green, Suite 116, Tallahassee, Florida 32308, as its initial Registered Office and has named JOE BUFKIN located at said address as its initial Registered Agent to accept service of process within the State of Florida.

DATED this ____ day of February, 1996.

JOE BUFKIN, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for the above-named Corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, agrees to act in said capacity, and certifies that it is familiar with and agrees to comply with the provisions of Section 607.0505, Florida Statutes, relative to the proper and complete performance of its duties.

DATED this _____ day of February, 1996.

OE BUFKIN, Registered Agent