

P96000016106

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 _____

Master No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

PH 2/23/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	2/23/96		
TIME	11:00		CK No. _____
BY	<i>DD</i>		

WALK-IN
 Will Pick Up _____

RE: *Spanish Trails* **FILED**
Home Com 96 FEB 23 PM 12:31

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S -		
<input type="checkbox"/> Fictitious Name File	500001-723905	
	-02/23/96-D1072-006	
<input type="checkbox"/> Name Reservation	****122.50	****122.50
<input type="checkbox"/> Annual Report/Restatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS

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

RECEIVED
 96 FEB 23 PM 11:03
 DIVISION OF CORPORATIONS

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

FILED

96 FEB 23 PM 12:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SPANISH TRAILS WEST MOBILE HOME COMMUNITY, INC.**

ARTICLE I - NAME

The name of this Corporation is **SPANISH TRAILS WEST MOBILE HOME COMMUNITY, INC.**

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV. - PRINCIPAL OFFICE

The principal place of business of the corporation is 7142 Piscina Street, Zephyrhills, Florida 33541, and the mailing address of this corporation is 7142 Piscina Street, Zephyrhills, Florida 33541

ARTICLE V - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is Six Hundred Thousand (600,000) shares of common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be 8320 W. Sunrise Boulevard Suite 203, Plantation, Florida 33322, and the initial registered agent of this Corporation at such office shall be **GERALD K. HOLSTEIN**, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than One (1) nor more than Three (3). The name and address of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
MARY ANN HOLDEN	10861 N.W. 9th Court Building #8 Plantation, Florida 33324
MARGARET REID	c/o Gerald K. Holstein 8320 W. Sunrise Boulevard Suite #203 Plantation, Florida 33322
GERALD K. HOLSTEIN	8320 W. Sunrise Boulevard Suite 203 Plantation, Florida 33322

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96 FEB 23 PM 12:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII - INCORPORATOR


The name and street address of the person signing these Articles of Incorporation are:

Name

Address

MARY ANN HOLDEN

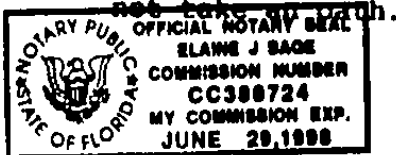
10861 N.W. 9th Court
Building #8
Plantation, Florida 33324


MARY ANN HOLDEN, Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing Articles of Incorporation of **SPANISH TRAILS WEST MOBILE HOME COMMUNITY, INC.** were acknowledged before me this 21ST day of February, 1996 by **MARY ANN HOLDEN**, personally known to me or has produced _____ as identification and who did/did




NOTARY PUBLIC, State of Florida
ELAINE J. SAGE

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **SPANISH TRAILS WEST MOBILE HOME COMMUNITY, INC.** at the place designated in the Articles of Incorporation, **GERALD K. HOLSTEIN** agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office:

Date: FEBRUARY 21, 1996.


GERALD K. HOLSTEIN