

P960000 33174

Transmittal Letter

March 21, 1996

Department of State
Division of Corporations
Division of Corp.
P. O. Box 6327
Tallahassee, Florida 32314
Attn: New Filings

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++++70.00 +++++70.00

FILED
96 APR 12 AM 9:01
TALLAHASSEE, FLORIDA

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$ 70.00 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

Sincerely,


John Douglas Messer, Sr.

640 JENKS AVENUE
PANAMA CITY, FL 32401

enclosures

1896-16327

~~W 96-7704~~
621



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 9, 1996

JOHN D MESSER SR
640 JENKS AVE
PANAMA CITY, FL 32401

SUBJECT: TRIMAX HOMES INCORPORATED
Ref. Number: W96000007704

FILED
96 APR 12 AM 9:02
TALLAHASSEE, FLORIDA

We have received your document for TRIMAX HOMES INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 896A00016327

**ARTICLES OF INCORPORATION
OF
Trimax Homes, Incorporated**

FILED
96 APR 12 AM 9:02
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be Trimax Homes, Inc. The principal mailing address of the corporation is 640 Jenks Avenue, Panama City, Florida, 32401.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 640 Jenks Avenue, Panama City, Florida, Registered Agent for the corporation at that address is John Douglas Messer, Sr.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such Actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

John Douglas Messer, Sr.
Charles E. Plesner
Anthony Moore

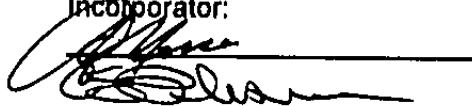
ARTICLE X INCORPORATOR

The name and address of the incorporator is:

John Douglas Messer Sr.
640 Jenks Avenue
Panama City, Florida 32401
(904) 872-1840

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this _____ day of _____, 19____.

Incorporator:



STATE OF FLORIDA
COUNTY OF BAY

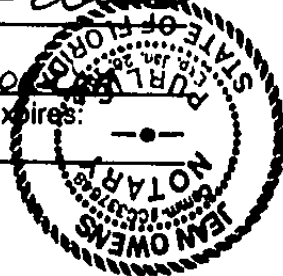
The foregoing instrument was executed and acknowledged before me this 21 day of March, 1996, by JOHN D. MESSER SR.
and CHARLES G. PLESNER

(SEAL)


Notary Public

State of FLORIDA

My Commission Expires: _____



DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida.

Trimax Homes Incorporated, a corporation organizing under the laws of the State of Florida, with its principal office located at 640 Jenks Avenue, Panama City, Florida, has named John Douglas Messer, Sr., whose address is 640 Jenks Avenue, Panama City, Florida, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

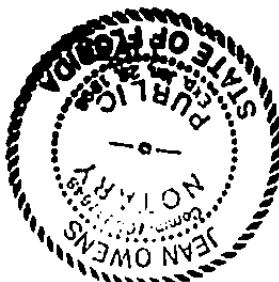


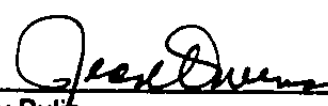
John Douglas Messer, Sr.

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME, the undersigned authority, this day personally appeared JOHN DOUGLAS MESSER SR. who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 21 day of MARCH, 1996.




Notary Public

State of FLORIDA

My Commission Expires: _____