



The Law Offices of
**CARLSON
&
MEISSNER**

FILED

96 JUL 19 AM 9:45

July 8, 1996
TALLAHASSEE, FLORIDA

Edward J. Carlson
James W. Hadden
J. Larry Hall
Paul Meissner
Cosey K. Carlton
J. Kevin Haylett
Charles S. Phillips
Michael J. Fuchner
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*Board Certified
Criminal Law

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

400001889594
-07/19/96--01063--016
***131.25 ***131.25

Re: Custom Classic Homes, Inc.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$131.25, payable to Department of State, is enclosed which represents the following fees: (607.0122)

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Certificate	8.75

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

THE LAW OFFICES OF CARLSON & MEISSNER


Paul A. Meissner, Esquire

PAM/mab
Enclosures

R96000002761

Mr. Meissner's Secretary GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article IX
DATE 7-23-96
DOC. EXAM KH

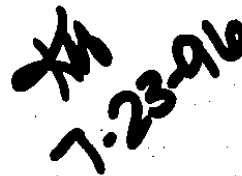
Respond To:



250 Belcher Road North • Suite 102
Clearwater, Florida 34625
813-443-1562
Fax 813-449-0258



7614 Massachusetts Avenue
New Port Richey, Florida 34653
813-847-2737
Fax 813-855-9722



ARTICLES OF INCORPORATION
CUSTOM CLASSIC HOMES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporators of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

NAME:

The name of the corporation is CUSTOM CLASSIC HOMES, INC.

ARTICLE II

PRINCIPAL OFFICE/MAILING ADDRESS:

The principal office for the corporation is 600 Packard Court, Safety Harbor, Florida 34695, and mailing address for the corporation is P. O. Box 368, Safety Harbor, Florida 34695.

ARTICLE III

SHARES:

The number of shares the corporation is authorized to issue is 10,000 shares.

ARTICLE IV

PREEMPTIVE RIGHTS:

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right should be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT:

The name and street address of the initial registered agent and office of this corporation is:

Paul Melssner
250 Belcher Road N. Suite 102
Clearwater, Florida 34625

ARTICLE VI

INCORPORATORS:

The names and addresses of each Incorporator are:

William R. Jacobsen
600 Packard Court
Safety Harbor, Florida 34695

Susan Krause
3711 Shamrock Road, Suite 144
Tallahassee, Florida 32308

ARTICLE VII

INITIAL DIRECTORS:

The initial directors of the corporation are:

William R. Jacobsen
600 Packard Court
Safety Harbor, Florida 34695

Susan Krause
3711 Shamrock Road, Suite 144
Tallahassee, Florida 32308

ARTICLE VIII

PURPOSE:

The purpose of this corporation is to conduct all activities reasonably associated with the exclusive distribution and sale of multi-section manufactured homes, supplied exclusively by Jacobsen Manufacturing, Inc. Also to sell and distribute single-wide

manufactured housing from various supplies, and such other related business as from time to time is approved by the Shareholders or Board of Directors.

ARTICLE IX

EFFECTIVE DATE:

The effective date of these Articles of Incorporation is July 12, 1996.

ARTICLE X

INDEMNIFICATION:

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

ARTICLE XI

AMENDMENT OF ARTICLES OF INCORPORATION AND BYLAWS:

The power to adopt, alter, amend or repeal the Articles of Incorporation or Bylaws of this corporation shall be vested in the Board of Directors by a vote of 51%.

ARTICLE XII

MANAGEMENT:

The day to day management and operation of the corporation, and all corporate powers shall be exercised by the Board of Directors or by such officers as they may from time to time delegate pursuant to the Bylaws.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 16th day of July, 1996.



William R. Jacobsen



Susan Krause

Having been named as registered agent for the above stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes, 1995.

Paul Meisner
Paul Meisner, Registered Agent

FILED
95 JUL 19 11 09 AM
TALLAHASSEE, FLORIDA