

P96000089024

A HOME AGAIN PROPERTY CORPORATION

4706 Barrett Court
Tampa, Florida 33607
(813)-985-2223

OCT 28 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 24, 1996

Florida Department of State
Division of Corporations
New Filing Section
PO Box 6327, Tallahassee, Florida 32314

10/25/96 10:00 AM
*****70.00 *****70.00

re: Initial Filing of Articles of Incorporation and Certificate of Acceptance of Designation of Registered Agent of A HOME AGAIN PROPERTY CORPORATION

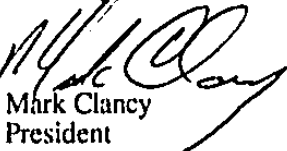
Dear Florida Department of State:

Pursuant to Florida Statutes Sections 607.0202 and 607.0120, enclosed please find the Articles of Incorporation of the above captioned applicant

Pursuant to Florida Statute 607.034, enclosed please find the Certificate of Acceptance of Designation of Registered Agent of the above captioned applicant

Pursuant to Florida Statutes 607.0122(1) and (7), enclosed please find check #1048 payable to the Florida Department of State in the amount of \$70.00 as payment for the filing of Articles of Incorporation and Certificate of Acceptance of Designation of Registered Agent, both documents relate to A HOME AGAIN PROPERTY CORPORATION.

Sincerely,


Mark Clancy
President

Mark Clancy
CORRECT - delete reference
to effective date of filing
10/29/96

**ARTICLES OF INCORPORATION
OF
A HOME AGAIN PROPERTY CORPORATION**

FILED
96 OCT 28 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation is **A HOME AGAIN PROPERTY CORPORATION.**

ARTICLE II

NATURE OF BUSINESS

This Corporation is organized for the purpose of primarily engaging in any or all lawful business permitted under the laws of the State of Florida or any other State and of the United States.

ARTICLE III

PRINCIPAL OFFICE

The address of the principal office of this Corporation is 4706 Barrett Court, Tampa, Florida 33617 and the mailing address is the same.

ARTICLE IV

INCORPORATORS

The name and street addresses of the incorporators of this Corporation are

Mark C. Clancy
4706 Barrett Court
Tampa, Florida 33617

Garrett C. Clancy
1049 Goldenrod Road, Unit D
Wellington, Florida 33414

ARTICLE V

OFFICERS

The officers of this Corporation shall be

President	Mark C. Clancy
Chief Executive Officer	Garrett C. Clancy
Secretary	Mark C. Clancy
Treasurer	Mark C. Clancy

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have two (2) Directors. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the current Directors of this Corporation are:

<u>Board of Directors</u>	<u>Name</u>
Director	Mark Clancy 4706 Barrett Court Tampa, Florida 33617
Director	Garrett C. Clancy 1049 Goldenrod Road Wellington, Florida 33414

ARTICLE VII

CORPORATE CAPITALIZATION

The aggregate number of shares that the Corporation shall have authority to issue is:

- A. 10,000,000 Shares of Common Stock
- B. 1,000,000 Shares of Preferred Stock

The Board of Directors of the Corporation shall have the authority to divide the preferred stock into as many series as it shall from time to time determine. The Board of Directors shall determine the number of Shares comprising each series of preferred stock, which number may, unless otherwise provided by the Board of Directors in creating such series, be increased from time to time by action of the Board of Directors. Each series of preferred stock shall be so designated as to distinguish such series from the shares of each other series. All series of preferred stock shall be of equal rank and have the same powers, preferences and rights, and shall be subject to the same qualifications, limitations and restrictions, without distinction between the shares of different series thereof; provided, however, that there may be variations among different series of preferred stock as to dividend rates, prices, terms, conditions of redemption, if any, liquidation rights and terms and conditions of conversion, if any, which variations may be fixed and determined by the Board of Directors in their discretion.

As long as there is more than one class of stock issued and outstanding, the following voting rights shall attach to the shares of the respective classes:

- i. Except as otherwise provided herein and as long as there are shares of preferred stock outstanding, each holder of preferred stock shall have one vote for each share held of record on all matters submitted for shareholder approval. As long as there are shares of preferred stock issued and outstanding, the number of directors elected to the Board of Directors by the holders of preferred stock, voting as a class, shall be one (1). At each election of directors, no holder of preferred shares shall be entitled to cumulate his or her votes in voting for the election of directors.
- ii. Each holder of common stock shall have one vote for each share held of record on all matters submitted for shareholder approval. The number of directors elected to the board of directors by the holder of common stock, voting as a class, shall be three (3). At each election of directors, no holder of common shares shall be entitled to cumulate his or her votes in voting for the election of directors.
- iii. Except as otherwise provided herein, at any time that there are shares of preferred stock outstanding, consent or affirmative vote of a majority of the outstanding shares of preferred and common stock, each class voting as a class, shall be required to amend the articles of incorporation to:
 - (a) change the terms and provisions governing the preferred class of stock;
 - (b) merge the preferred stock and the common stock into a single class of stock;
 - (c) create a new class of stock which has greater rights on liquidation than the preferred stock; or
 - (d) increase the authorized number of shares of the preferred class of stock.
- iv. Except as otherwise provided herein, the consent or affirmative vote of a majority of only the outstanding shares of common stock shall be required to amend the articles of incorporation to:
 - (a) change the terms and provisions governing any class of stock other than the preferred stock;
 - (b) create a new class of stock which has lesser rights on liquidation than the preferred stock or, if there are no shares of preferred stock then outstanding, create any new class of stock;
 - (c) increase the authorized number of shares of any class of stock of the corporation except the class of preferred stock.
- v. A director may be removed only by a majority vote of the class entitled to elect that director.

- vi. Except as otherwise specified herein, the holders of preferred stock and the holders of common stock shall be treated as a single class with the holder of each class entitled to a single vote per share, be it common or preferred. On matters submitted for shareholder approval, a simple majority is required in all other matters not specifically set forth in these articles or by law.

ARTICLE VIII

POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE IX

REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE X

REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 4706 Barrett Court, Tampa, Florida 33617. The name and address of the registered agent of this Corporation is Mark Clancy, 4706 Barrett Court, Tampa, Florida 33617.

ARTICLE XI

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual.

ARTICLE XII

BYLAWS

The Board of Directors of this Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE XIV

EFFECTIVE DATE


These Article of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XV

AMENDMENTS

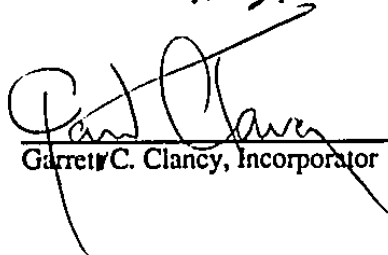
This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in a manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in this Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this ____ day of October, 1996.



Mark C. Clancy, Incorporator

(Seal)



Garrett C. Clancy, Incorporator

(Seal)

STATE OF FLORIDA

COUNTY OF Palm Beach

BEFORE ME personally appeared Garrett C. Clancy, known to me to be the persons described in and who executed the foregoing Articles of Incorporation of A HOME AGAIN PROPERTY CORPORATION, and he acknowledged before me that he signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at 11924 W Forest Hill Blvd Wellington, FL 33415

John Wayne Spoorb, Jr
Notary Public, State of Florida at Large

My Commission Expires: Dec 15, 1998

(Notarial Seal)

John Wayne Spoorb, Jr
COMMISSION # CC428814
EXPIRES DEC. 15, 1998
ALAN NOTARY SERVICES
1-800-488-8047

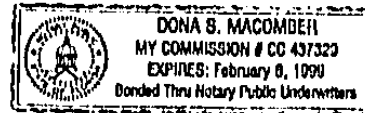
STATE OF FLORIDA

COUNTY OF Hillsborough

BEFORE ME personally appeared Mark C. Clancy, known to me to be the persons described in and who executed the foregoing Articles of Incorporation of A HOME AGAIN PROPERTY CORPORATION, and he acknowledged before me that he signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at 10904 N 56th St Temple Terrace FL

Donna S. Macomber
Notary Public, State of Florida at Large



My Commission Expires: Feb. 6, 1999

(Notarial Seal)

CERTIFICATE OF ACCEPTANCE
OF
DESIGNATION OF REGISTERED AGENT
OF

A HOME AGAIN PROPERTY CORPORATION

FILED
96 OCT 28 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned having been designated as the initial Registered Agent of the service of process within the State of Florida upon **A HOME AGAIN PROPERTY CORPORATION**, a Corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above named corporation and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 4706 Barrett Court, Tampa, Florida 33617.

IN WITNESS WHEREOF, I such designated Registered Agent have hereunto set my hand and seal at Tampa, Hillsborough County, Florida this 29 day of October, 1996.


Mark C. Clancy
Registered Agent