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		Office Use Only		
	CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):			
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	NEW FILINGS	AMENDMENTS:		
X	Profit	Amendment		
	NonProfit	Resignation of R.A., Officer/ Director		
	Limited Liability	Change of Registered Agent	ט ד	
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	OTHER FILINGS Annual Report	Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION		
	Fictitious Name	Foreign		
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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ARBOR HOMES, INCORPORATED

The undersigned subscribers or incorporators to the Articles of Incorporation, each a natural person competent to contract, do hereby form a corporation under the laws of the State of Florida.

ARTICLE1-NAME

The name of this corporation is ARBOR HOMES, INCORPORATED.

ARTICLEII-DURATION

This corporation is to exist perpetually.

ARTICLEIII-PURPOSE

This corporation is organized for all purposed authorized under the laws of the United States and the State of Florida

ARTICLRIV-CAPITAL STOCK

The total number of shares which the corporation is authorized to issue at this time is One Hundred (100) shares. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00). The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 person. Stock will be issued and transferred only to (1) natural persons, (ii) estates, or (iii) a trust defined in Section 1361 (c)(2) (or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

ARTICLEV-TRANSFER OR SALES OF SHARES

5.01 In case a shareholder desires to transfer or sell his or her shares of stock, he or she must first offer them for sale to the remaining shareholder(s). Likewise, in the event of the death of a shareholder, the remaining shareholder(s) shall have the right to purchase the shares of a deceased shareholder from that person's estate. Any transfer of shares in violation of this provision is null and void.

5.02 In the event that the selling shareholder and the purchasing shareholder cannot agree on a valuation of the shares to be sold, each shall select a person of their choice to be and appraiser; the two appraisers shall select a third appraiser; and the three appraisers shall by majority vote determine a valuation for the shares. The purchasing shareholder shall have

fourteen (14) days to purchase the shares at the appraised value, or the right of purchase shall be forfeited.

ARTICLEVI-INTIAL CAPITAL

The amount of capital with which this corporation will begin business shall be not less than One Hundred Dollars (\$100.00).

ARTICLEVII-INITIAL OFFICE

The street address of the initial place of business of this corporation shall be at 9187 REVENA ROAD, TALLAHASSEE, FLORIDA 32308

ARTICLEVIII-INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation are: RODNEY JOSEPH JOLY, 9187 REVENA RAD, TALLAHASSEE, FL 32308.

ARTICLEIX-BOARD OF DIRECTORS

This corporation shall govern its affairs by and through a board of directors and shall have two (2) directors initially. The number of directors make changed from time to time by and through changes or amendments to the bylaws.

RODNEY J. JOLY DLY Incorporate

STATE OF FLORIDA COUNTY OF LEON

The foregoing instrument was acknowledged before me this day of Ontoru, 1997, by RODNEY J. JOLY, who () is personally known to me, or who () has produced as identification,, and who () did () did not take an oath. He acknowledged to and before me that he executed said instrument for the purposes therein expressed.

NAME OF ACKNOWLEDGER: TITLE/RANK: NOTARY P. 1

SERIAL NO:

My commission expires:

DIANNE MARSH MY COMMISSION # CC432929 EXPIRES February 23, 1999 BONDED THRU TROY FAN NEURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 607.034, the following is submitted: ARBOR HOMES, INCORPORATED, desiring to organize as a corporation under the laws of the State of Florida, has designated 9187 Revena Road, Tallahassee, Florida 32308, as its initial registered office and

RODNEY J. JOLY, located at said address, as its initial registered agent.

RODNEY J. JOLY

Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named registered agent for the above stated corporation, at the designated registered office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statute Section 48.091 relative to keeping open said office.

RODNEY J JOLY Registered ager

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