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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: MANUFACTURED HOUSING CONSULTING, INC.

AUDIT NUMBER.....H97000002439

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION
OF
MANUFACTURED HOUSING CONSULTING, INC.

I the undersigned sole subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby endeavor to establish a Florida corporation for profit.

ARTICLE I.

The name of this corporation shall be:
MANUFACTURED HOUSING CONSULTING, INC.

ARTICLE II.

The corporation may engage in any or all lawful business permitted under the laws of the state of Florida.

ARTICLE III.

The maximum authorized capital stock of this corporation shall be One Thousand Shares (1,000) of common stock with a par value of One dollar (\$1.00) per share.

ARTICLE IV.

The street address of the corporation's initial registered office and principal place of business shall be 11649 Southwest 11th Manor, Fort Lauderdale, Florida 33325-3909. The name of the corporation's initial registered agent at this address shall be Ronald J. Schults. The principal place of business is 11649 Southwest 11th Manor, Fort Lauderdale, Florida 33325-3909.

M. McCLEARY
McCLEARY & McCLEARY, P.A.
7441 Northwest 4th Street
Plantation, Florida 33317-3804
Tel: 954-587-5445
Fax: 954-587-4877

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ARTICLE V.

This corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VI.

The sole incorporator is Ronald J. Schultz of 11649 Southwest 11th Manor, Fort Lauderdale, Florida 33325-3909.

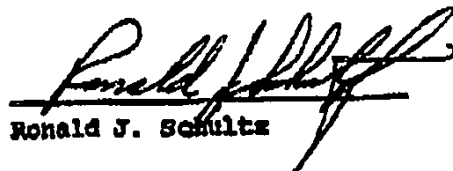
EXECUTION

Being the sole incorporator, I hereby execute these Articles of Incorporation.


Ronald J. Schultz

ACKNOWLEDGMENT

In witness whereof, I hereunto set me hand and seal
this 5th day of February, 1997.



Ronald J. Schultz

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ACCEPTANCE OF DESIGNATION

Having been named to accept service of process for the above stated corporation as specified in ARTICLE IV., I hereby agree to act in this capacity.


 Ronald J. Schultz

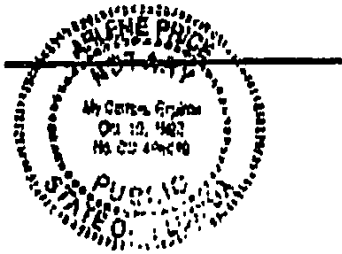
State of Florida)
 County of Broward)

I hereby certify on this 5th day of February 1997,
 personally appeared before the undersigned authority, Ronald J. Schultz to me well known and known to me to be the person who executed, acknowledged and accepted the designation in these Articles of Incorporation.

Witness my hand and seal in the County and State aforesaid on the above date.


 Notary Public

My commission expires:



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