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BRICKLEMYER SMOLKER & BOLVES, P.A.

ATTORNEYS & COUNSELORS AT LAW

FILED

JAY J. BARTLETT
BRIAN A. BOLVES
KEITH W. BRICKLEMYER
DAVID M. CORRY
BRENT J. GIBBS
JEFF D. JACKSON

400 North Tampa Street
Suite 2400
Tampa, Florida 33602-4708
Telephone (813) 223-3888
Facsimile (813) 228-6422

97 FEB 24 PM 1:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROBERT E. V. KELLEY, JR.
I. ED PANTALEON
WILLIAM D. SHEPHERD
DAVID SMOLKER
DOUGLAS C. ROLAND
Of Counsel

February 21, 1997

State of Florida
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-02/24/97--01059--011
122.50 *122.50

Re: North American Housing Co., Inc.

Dear Sir:

Enclosed is the original and copy of the Articles of Incorporation for North American Housing Co., Inc. together with a Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served. Please file the original Articles with the Secretary of State immediately upon receipt and mail to me, by regular mail, the Secretary of State's Certificate of Incorporation and a certified copy of the Articles of Incorporation.

I am enclosing my check number 1201 in the amount of \$122.50 to cover costs of filing the Articles.

Thank you for your assistance.

Sincerely,

BRICKLEMYER SMOLKER & BOLVES, P.A.

Brian A. Bolves

Brian A. Bolves

BAB\b
Enclosures

Dictated by Brian A. Bolves
but signed in his absence to avoid
delay in mailing.

OK
2/26/97

FADOC\S\BJB\WEINSTOC\SECRETAR\LTR

ARTICLES OF INCORPORATION

OF

NORTH AMERICAN HOUSING CO., INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Subscriber hereby makes, subscribes, acknowledges, and files with the Secretary of State of the State of Florida these Articles of Incorporation, for the purpose of forming a corporation for profit, in accordance with Chapter 607, Florida Statutes, General Corporation Act of the State of Florida.

ARTICLE ONE

NAME OF CORPORATION

The name of this corporation is:

NORTH AMERICAN HOUSING CO., INC.

ARTICLE TWO

PRINCIPAL OFFICE OF CORPORATION

The principal office of the corporation is located at 34140 Highway 54 West, Zephyrhills, Florida 33543.

ARTICLE THREE

CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue is 7500 shares, all of which shall be common shares with a par value of \$1.00.

ARTICLE FOUR

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the State of Florida is 400 North Tampa Street, Suite 2400, Tampa, Florida 33602 and the initial Registered Agent is Brian A. Bolves. The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may from time to time, change the registered agent of the corporation.

ARTICLE FIVE

NAMES AND ADDRESSES OF INCORPORATORS

The name and street address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Paul Weinstock	Post Office Box 842 Zephyrhills, FL 33539

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 29th day of January, 1997.



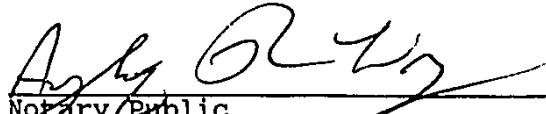
PAUL WEINSTOCK

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared to me known and well known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State above named this 29th day of January, 1997.



Notary Public
State of Florida at Large

My commission expires:



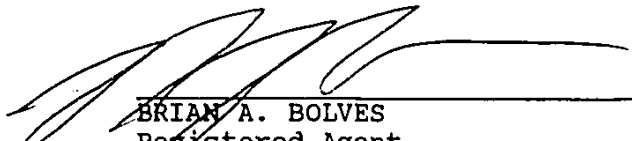
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

NORTH AMERICAN HOUSING CO., INC., desiring to be organized under the laws of the State of Florida with its principal place of business at City of Zephyrhills, County of Hillsborough, State of Florida, has named Brian A. Bolves located at 400 North Tampa Street, Suite 2400, County of Hillsborough, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


BRIAN A. BOLVES
Registered Agent

DATED: January 25th, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA