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DIVISION OF CORPORATIONS

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

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-03/28/97-01001-003
***122.50 ***122.50

Re: The Affordable Housing Store, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Rance L. Clouse

Rance L. Clouse
(individual's name)

97 MAR 27 PM 4:07
STATE
FLORIDA

The Affordable Housing Store, Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
216 Third Ave. S.		
Jacksonville Beach, Fl. 32250		
PHONE		
(904)	246-2353	N-A
Area Code	Number	Ext.

je



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 12, 1997

JIM STOCK
COMMUNITY FINANCIAL SERVICES, INC.
216 THIRD AVE. SOUTH
JACKSONVILLE BEACH, FL 32250

The name THE AFFORDABLE HOUSING STORE, INC. has been reserved for 120 days beginning March 12, 1997. The reservation number is R97000001206 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 297A00012554

ARTICLES OF INCORPORATION

of

The Affordable Housing, Inc. Store, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

The Affordable Housing Store, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Ten Thousand shares (10,000) of Zero & 10/100 Dollar(s) (\$ 0.10) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Rance L. Clouse</u>		
ADDRESS	<u>216 Third Ave. S.</u>		
CITY	<u>Jacksonville Beach</u>	FLORIDA	ZIP <u>32250</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>The Affordable Housing Store, Inc.</u>		
ADDRESS	<u>216 Third Ave. S.</u>		
CITY	<u>Jacksonville Beach</u>	FLORIDA	ZIP <u>32250</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Five (5) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Richard J. Brandes</u>		
ADDRESS	<u>1990 MacArthur Blvd. Suite 1100</u>		
CITY	<u>Irvine</u>	STATE <u>Ca.</u>	ZIP <u>92612</u>
NAME	<u>Michael B. Lawler</u>		
ADDRESS	<u>1990 MacArthur Blvd. Suite 1100</u>		
CITY	<u>Irvine</u>	STATE <u>Ca.</u>	ZIP <u>92612</u>
NAME	<u>David G. Rogers</u>		
ADDRESS	<u>1990 MacArthur Blvd. Suite 1100</u>		
CITY	<u>Irvine</u>	STATE <u>Ca.</u>	ZIP <u>92612</u>

Article VI (continued)

The following two (2) individuals are also directors of the Affordable Housing Store, Inc.:

Rance L. Clouse
216 Third Ave. S.
Jacksonville Beach, Fl. 32250

James A. Stock
216 Third Ave. S.
Jacksonville Beach, Fl. 32250

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Richard J. Brandes		
ADDRESS	19900 MacArthur Blvd. Suite 1100		
CITY	Irvine	STATE	Ca. ZIP 92612
NAME	Rance L. Clouse		
ADDRESS	216 Third Ave. S.		
CITY	Jacksonville Beach	STATE	Fl. ZIP 32250
NAME	James A. Stock		
ADDRESS	216 Third Ave. S.		
CITY	Jacksonville Beach	STATE	Fl. ZIP 32250

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 22 day of MARCH, 1997.

R. J. Brandes (Seal)
Rance L. Clouse (Seal)
J. A. Stock (Seal)

State of: Florida
 County: Duval

Subscribed and sworn to before me this 22 day of March, 1997.
 Notary Public: Brandy Roundtree
 My Commission Expires: 11/24/2000



State of: Florida
 County: Duval

Subscribed and sworn to before me this 22 day of March, 1997.
 Notary Public: Brandy Roundtree
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 County: Duval

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CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

The Affordable Housing Store, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 216 Third Ave. S.

Jacksonville Beach, Fl. 32250

has named Rance L. Clouse

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Rance L. Clouse
(registered agent)

FILED
97 MAR 27 PM 4:07
SECRET
TALLAHASSEE
FLORIDA