

Mark S. Matthews

Attorney at Law

Mallory L. Johnson
of Counsel

P.O. Box 956
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March 21, 1997

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Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Tradewind Homes, Inc.

Dear Madam or Sir:

Enclosed are two executed Articles of Incorporation for the above-captioned matter. Kindly file the Articles and return the certified copy as soon as possible. A check in the amount of \$122.50 is enclosed to cover the costs of filing.

Thank you for your assistance.

Very truly yours,


Mark S. Matthews

/vam
Enclosures

APPROVED
AND
FILED
97 APR -3 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~447-1195~~

See 4/3





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 27, 1997

MARK S. MATTHEWS, ESQ.
P.O. BOX 956
STUART, FL 34995

SUBJECT: TRADEWIND HOMES, INC.
Ref. Number: W97000007195

We have received your document for TRADEWIND HOMES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address. —

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 997A00015670

Page
' 2 '

ARTICLES OF INCORPORATION
OF
TRADEWIND HOMES, INC.

APPROVED
AND
FILED
97 APR -3 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of becoming incorporated forming a corporation under and by virtue of the laws of the State of Florida, certify as follows:

ARTICLE I.

The name of this corporation shall be:

TRADEWIND HOMES, INC.
4380 SE Tall Pines Avenue
Stuart, Florida 34997

ARTICLE II.

The general nature of the business or businesses to be transacted under these Articles of Incorporation shall be: To carry on any business or to engage in any activity which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be 100 shares of common stock of a value of \$5.00 per share, each to be exempt from assessment.

ARTICLE IV.

The amount of capital with which the corporation shall begin business shall be \$500.00.

ARTICLE V.

The street address of the initial registered office shall be 4380 SE Tall Pines Avenue, Stuart, Florida 34997 and the name of the corporation's registered agent at such address shall be Kevin Arbour. The Board of Directors shall have the power to establish offices and places of business at any place it may deem necessary or convenient. This corporation shall have perpetual existence.

ARTICLE VI.

The business of this corporation shall be managed by a Board of Directors of not less than one director nor more than seven, all of whom shall be of full age. At least one shall be a citizen of the United States.

ARTICLE VII.

The name and street address of the first Board of Directors who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, and also who are the subscribers of these Articles are as follows:

Kevin Arbour, 4380 SE Tall Pines Avenue, Stuart, Florida 34997

ARTICLE VIII.

The officers of this corporation shall consist of a President, Vice President, Secretary and Treasurer. The officers shall be elected by the Board of Directors. The Board of

Directors meeting shall be held in the offices of the corporation at Stuart, Florida, on the 26th day of February, 1997, at 10:00 A.M., for the purposes of completing the organization of the corporation and adopting By-laws and transacting all business which may come before the meeting. Until the officers elected at the first annual meeting shall be qualified, the following named persons shall be officers of the corporation.

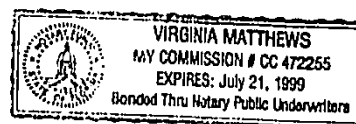
Kevin Arbour	President
Kevin Arbour	Vice President
Kevin Arbour	Secretary
Kevin Arbour	Treasurer


KEVIN ARBOUR

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 17th day of March, 1997, by KEVIN ARBOUR, who is personally known to me.


Notary Public
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

First--That TRADEWIND HOMES, INC., desiring to organize under the laws
of the State of Florida with its principal office, as indicated in the
Articles of Incorporation at Stuart, County of Martin, State of Florida, has
named Kevin Arbour located at 4380 SE Tall Pines Avenue, Stuart, Florida
34997, County of Martin, 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.

BY: 

KEVIN ARBOUR
Resident Agent

APPROVED
AND
FILED
97 APR -3 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA