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LAW OFFICE
PEACOCK & GAFFNEY
PROFESSIONAL ASSOCIATION
2348 SUNSET POINT ROAD
CLEARWATER, FLORIDA 34625

May 7, 1997

RAY PEACOCK
PATRICK E. GAFFNEY *

PEGGY BURKE DEVIET

* BOARD CERTIFIED
MARITAL & FAMILY LAWYER

(813) 796-7774
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Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL. 32301

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-05/12/97--01039--003
****122.50 ****122.50

Re: Best Buy Mobile Homes, Inc.

Gentlemen:

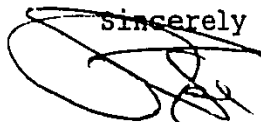
Enclosed herewith please find the Charter for the above-referenced corporation, which we request that you file in your office. Also enclosed is a copy of the same, which we request that you certify and return to us.

Our check in the amount of \$122.50 is enclosed to cover your charges as follows:

Filing Fee	\$35.00
Certified copy	52.50
Resident Agent	<u>35.00</u>
	\$122.50

If anything further is required, please do not hesitate to contact me.

Sincerely yours,



Ray Peacock

RP
jm
Enclosures

97 MAY 12 AM 8:33
TALLAHASSEE, FLORIDA

Box 5114197

ARTICLES OF INCORPORATION
OF
BEST BUY MOBILE HOMES, INC.

FILED
97 MAY 12 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Best Buy Mobile Homes, Inc.
The address for the corporation is 1608-B South Belcher Road,
Largo, Florida 33541.

ARTICLE II - DURATION

This corporation shall exist for a perpetual period.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting
any or all lawful business for which corporations may be
incorporated.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of Five
Dollar (\$5.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of
this corporation of the same kind, class or series as that which he
already holds, shall have the right to purchase his pro rata share
thereof (as nearly as may be done without issuance of fractional
shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 1608-B South Belcher Road, Largo, Florida 33541

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than two (2). The names and addresses of the initial director of this corporation are:

Joseph Muzyka, 1327 Preservation Way, Oldsmar, Fl. 34677

David E. Ott, 3299 Marion Drive, Palm harbor, FL. 34686

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles are:

Joseph Muzyka, 1327 Preservation Way, Oldsmar, Fl. 34677

David E. Ott, 3299 Marion Drive, Palm Harbor, FL. 34686

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XI - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 7 day of May, 1997.

JOSEPH MUZYKA

DAVID E. OTT - "Subscribers"

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Joseph Muzyka and David E. Ott who are personally known to me or produced drivers' licenses as identification, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid this 7 day of May, 1997.



JEANETTE E. MCMANUS
My Commission Expires Dec. 27, 1999
Bonded by NFNU
800.224.6266

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: BEST BUY MOBILE HOMES, INC.
2. The name and address of the registered agent and office is
Joseph Muzyka, 1608-B South Belcher Road, Largo, FL. 33541

SIGNATURE [Signature]
(corporate officer)

TITLE Secretary-Treasurer

DATE 5-7-97