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97 DATE2 PM 2: 27y 7, 1997

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

RECEIVED
TALLAHASSEE, FLORIDA

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****122.50 ****122.50

Re: AMERICA'S BEST HOMES REALTY, , 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.

Raymond E. Humphrey
(Individual's Name)
RAYMOND E. HUMPHREY

AMERICA'S BEST HOMES REALTY, INC.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION

P. O. BOX 11008

Ocala, Florida 34473

PHONE

(352) 307-9888

Area Code

Number

Ext.

ARTICLES OF INCORPORATION

of

AMERICA'S BEST HOMES REALTY, INC.

(name of corporation)

FILED

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The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

AMERICA'S BEST HOMES REALTY, 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 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
299 Marion Oaks Course		
CITY	Marion Oaks	FLORIDA
		ZIP

Mailing address, if different

STREET ADDRESS		
P. O. BOX 11008		
CITY	Ocala,	FLORIDA
		ZIP 34473

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	RAYMOND E. HUMPHREY		
ADDRESS	299 Marion Oaks Course		
CITY	Marion Oaks	FLORIDA	ZIP

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) 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	RAYMOND E. HUMPHREY		
ADDRESS	299 Marion Oaks Course		
CITY	Marion Oaks,	STATE	Florida ZIP
NAME	LINDA LONGO		
ADDRESS	299 Marion Oaks Course		
CITY	Marion Oaks,	STATE	Florida ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

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

NAME	RAYMOND E. HUMPHREY		
ADDRESS	299 Marion Oaks Course		
CITY	Marion Oaks	STATE	ZIP
NAME	LINDA LONGO		
ADDRESS	1218 S. E. 17th Street		
CITY	Ocala	STATE	Fla. ZIP 34471
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 7th day of May, 1997.


 RAYMOND E. HUMPHREY (Signature)


 LINDA LONGO (Signature)

(Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED

97 MAY 22 PM 2:27

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

AMERICA'S BEST HOMES REALTY, INC.

(name of corporation)

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

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

at 299 Marion Oaks Course,

Marion Oaks, Florida

has named RAYMOND E. HUMPHREY

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

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Raymond E. Humphrey
(Signature)
RAYMOND E. HUMPHREY

May 7 1997
(Date)
May 7, 1997