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ACCOUNT NO. : 072100000032

REFERENCE : 437637 141611A

AUTHORIZATION :

*Patricia Pizjuts*

COST LIMIT : \$ 70.00

ORDER DATE : June 23, 1997

ORDER TIME : 11:12 AM

ORDER NO. : 437637-005

200002222892--6

CUSTOMER NO: 141611A

CUSTOMER: Mr. Walter Harvey  
SERVICE WARRANTY INC.

P. O. Box 54

Tylertown, MS 39667

DOMESTIC FILING

NAME: THE ARNOLD ACRES GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED  
JUN 23 11:25  
FLORIDA

RECEIVED  
97 JUN 25 PM 12:14

6

84 JUN 25 1997

ARTICLES OF INCORPORATION  
OF  
THE ARNOLD ACRES GROUP, INC.

FILED  
97 JUN 25 PM 1:24  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is THE ARNOLD ACRES GROUP, INC., a Florida Corporation.

ARTICLE II - PURPOSE

This corporation is organized for the following purposes: to buy sell, exchange, and generally deal in real properties, improved and unimproved, and interests in real properties, including but not limited to options, purchase and sales agreements and leases thereon, and buildings of every class and description; to improve, manage, operate, sell, buy, mortgage, lease, or otherwise acquire or dispose of any property real or personal, and take mortgages and assignment of mortgages upon the same; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge, or otherwise; to enter into contracts to buy or sell, any property real or personal; to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description; to draw, make, accept,

endorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable obligations of the corporation, from time to time, for any of the objects or purposes of the corporation; to carry on all or any of its operations without restrictions or limit as to amount; to purchase, acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description.

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

To do all or any thing necessary, suitable, useful, proper or admissible for the accomplishment of any of the purposes of, or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in connection with other firms, individuals, or corporations, either in this state or throughout the United States and elsewhere; and to do any other act or acts, thing or things incidental or pertinent to or connected with the business herein before described; or any part or parts thereof is not inconsistent with the laws of the state under which this corporations is formed.

#### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock having a par value of ONE DOLLAR (\$1.00) par value.

#### ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holder of the outstanding Common Shares.

#### ARTICLE VI - 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 which it is offered to others.

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the principle address of this corporation is 13727 S.W. 152 Street, Suite 108, Miami, Florida, 33177-1106 and the name of the initial registered agent of this corporation is THOMAS WILLIAM LESTER. The principal business address of the corporation shall be the same.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than 1. The name and address of the initial director of the corporation is: THOMAS WILLIAM LESTER, 13727 S. W. 152 Street, Suite 108, Miami, Florida, 33177-1106.

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:  
THOMAS WILLIAM LESTER, 13727 S. W. 152 Street, Suite 108, Miami,  
Florida, 33177-1106.

#### ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be  
vested in the shareholders.

#### ARTICLE XI - 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 his shares, or  
by distributing such votes on the same principle among any number  
of such candidates.

#### ARTICLE XII - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by a  
stockholder holding not less than 10% of the capital stock.

#### ARTICLE XIII - OFFICERS

The names and street addresses of the officers of this  
corporation who shall hold office for the first year of the  
corporation's existence or until their successors are elected and  
qualified are as follows:

Thomas William Lester, President

3 Highland Woods  
Laurel, Mississippi, 39441

ARTICLE XIV - SHAREHOLDER QUORUM AND VOTING

Fifty-one (51) per cent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty-one (51) per cent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV - INDEMNIFICATION

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

ARTICLE XV - AMENDMENT

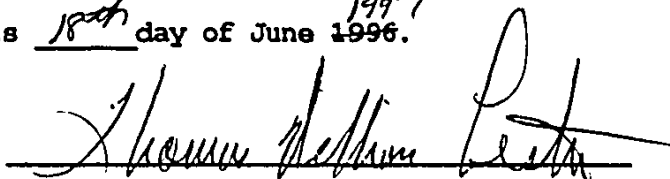
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XVI - STOCK

The capital stock of the corporation shall be issued in accordance with the provisions of section 1244, Internal Revenue

Code.

IN WITNESS WHEREOF, the undersigned subscriber has executed these  
articles of incorporation this 18<sup>th</sup> day of June <sup>1997</sup> 1996.

A handwritten signature in cursive script, reading "Thomas William Lester", written over a horizontal line.

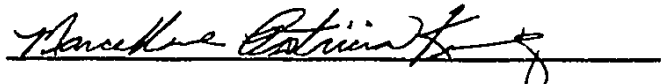
Thomas William Lester, Subscriber

STATE OF MISSISSIPPI

COUNTY OF FORREST

Before me, a NOTARY PUBLIC authorized to take acknowledgments in the state and county set forth above, personally appeared THOMAS WILLIAM LESTER, known to me to be the person who executed the forgoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforementioned on this 18<sup>th</sup> day of June, 1997.



NOTARY PUBLIC, STATE OF MISSISSIPPI

My Commission Expires May 15, 1998

CERTIFICATE designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.



compliance with section 48.091, Florida statutes, the following is submitted:

First - that THE ARNOLD ACRES GROUP, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named . Thomas William Lester, Resident Agent, located at 13727 S.W. 152 Street, Suite 108, Miami, Florida, 33177-1106, State of Florida as its agent to accept service of process within Florida.

Signature Thomas William Lester

(Corporate Officer)

Thomas William Lester

Title.....President

Date:.....June \_\_, 1997

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature Thomas William Lester

(Corporate Officer)

Thomas William Lester

Date .....August \_\_, 1997