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BRANNON, BROWN, HALEY, ROBINSON & BULLOCK, P. A.

CLARENCE E. BROWN
WILLIAM J. HALEY
THOMAS W. BROWN
BRUCE W. ROBINSON
STEPHEN C. BULLOCK
ROBERT C. CASE, JR.
JAIME AUSTRICH

ATTORNEYS AT LAW
10 NORTH COLUMBIA STREET
POST OFFICE BOX 1029
LAKE CITY, FLORIDA 32056-1029
TELEPHONE (904) 752-3213

FACSIMILE NO.
(904) 755-4524

W. BRANTLEY BRANNON
(1907-1986)

RONALD H. COLE
(RETIRED 1995)

July 31, 1997

Secretary of State
State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

Re: Wayne Frier Mobile Home Brokers, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent in the above-referenced corporation, along with a check in the amount of \$78.75 to cover the following:

Filing Fee	\$35.00
Registered Agent Designation	35.00
Corporate Status Certificate	8.75

If you find the enclosed in proper form, please file the original and return a copy to me along with the Corporate Status Certificate.

Sincerely,



Susan Taylor
Legal Assistant

st
Enclosures

97 AUG -4 AM 9:21
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

T.M. - 8/6/97

ARTICLES OF INCORPORATION
OF
WAYNE FRIER MOBILE HOME BROKERS, INC.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be: WAYNE FRIER MOBILE HOME BROKERS, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 10114-A Nebraska Avenue, Tampa, Florida 33612.

ARTICLE III. DURATION

The duration of this corporation is perpetual.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V. CAPITAL STOCK

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is 5,000 shares having a par value of \$1.00 per share.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock or treasury 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 VII. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is William J. Haley, 10 North Columbia Street, Lake City, Florida 32055. This office shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of four (4) members, such members to hold office until their successors have been duly elected and qualified. The names and street addresses of the initial directors are:

Wayne Frier
12788 US 90 West
Live Oak, Florida 32060

Matthew Wayne Frier
12788 US 90 West
Live Oak, Florida 32060

Todd Daniel Frier
12788 US 90 West
Live Oak, Florida 32060

Thomas E. Daniel
5980 S. Pine Tree Point
Lecanto, Florida 34461

Thereafter, the number of Directors may be increased or decreased from time to time, by amendment to, or in the manner provided in, the Bylaws, but shall never be less than one (1).

IX. OFFICERS

The names and street addresses of the initial officers are:

Wayne Frier 12788 US 90 West Live Oak, Florida 32060	President
Matthew Wayne Frier 12788 US 90 West Live Oak, Florida 32060	Vice President
Thomas E. Daniel 5980 S. Pine Tree Point Lecanto, Florida 34461	Secretary
Todd Daniel Frier 12788 US 90 West Live Oak, Florida 32060	Treasurer

ARTICLE X. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: William J. Haley, 10 N. Columbia Street, Lake City, Florida 32055.

ARTICLE XI. TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on transfer or alienation of the shares of stock of this corporation.

ARTICLE XII. BYLAWS

The power to adopt, alter, amend, or repeal the Bylaws of this corporation shall be vested in the Board of Directors; provided, however, that Bylaws adopted by the Board of Directors may be altered, amended or repealed by the shareholders entitled to vote thereon. New Bylaws may be adopted, altered, amended, or repealed by a vote of the shareholders, and the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended, or repealed by the Board of Directors. The Bylaws may

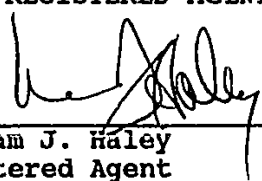
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned 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: **Wayne Frier Mobile Home Brokers, Inc.**

2. The name and address of the registered agent and office is: **William J. Haley, 10 North Columbia Street, Lake City, Florida 32055.**

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.



William J. Haley
Registered Agent

Dated: July 31, 1997

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA