

PA7000082124

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

September 17, 1997

300002293059--3
-09/22/97--01042--001
*****70.00 *****70.00

Dear Sirs,

Please find enclosed two (2) copies of the Articles of Incorporation for **Southern Magnolia Homes, Inc.**
and a filing fee check in the amount of Seventy Dollars (\$70.00).

The address of the above firm is as follows:

Southern Magnolia Homes, Inc.
Lester James Goss, Jr.
17519 Mallard Court
Lutz, FL 33549
Telephone: (813)949-3175

Thank you,

Lester James Goss, Jr.
Lester James Goss, Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 AM 9:45

Lester Goss GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Principal Address*
DATE *9/23/97*
DOC. EXAM *cg*

cg 9/23/97

**ARTICLES OF INCORPORATION
OF
SOUTHERN MAGNOLIA HOMES, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 AM 9:45

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

IDENTIFICATION

The name of the corporation, hereinafter referred to as the "Corporation," is Southern Magnolia Homes, Inc.
17519 Mallard Court, Lutz, FL 33549

PERIOD OF EXISTENCE

The period during which the corporation shall continue is perpetual.

REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Corporation is 17519 Mallard Court, Lutz, FL 33549 and the name of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Lester James Goss, Jr.

PURPOSE

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Florida.

SHARES

The total authorized capital stock of the Corporation is One Thousand (1000) shares having a Par Value of \$1.00. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors as provided by law.

INCORPORATOR'S ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:

Lester James Goss, Jr.
17519 Mallard Ct.
Lutz, FL 33549

DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Articles of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:


LESTER JAMES GOSS JR., 17519 Mallard Ct., Lutz, FL 33549
BRADFORD L. STONE, 2740 Lakeville Dr., Tampa, FL 33618

INDEMNITY

Directors of the Corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Articles of Incorporation shall be October 1, 1997

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Article of Incorporation to be executed as of October 1, 1997.


Lester James Goss, Jr. (Incorporator)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Southern Magnolia Homes, Inc.
17519 Mallard Court
Lutz, Florida 33549

2. The name and address of the registered agent and office is:

Lester James Goss, Jr.
(Name)
17519 Mallard Ct.
(P.O. Box ~~not~~ acceptable)
Lutz, FL 33549
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 AM 9:45

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.

Lester James Goss, Jr.
(Signature)

Sept. 17, 1997