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REGISTRAR'S NAME
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SECTION ONLY

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CORPORATION(S) NAME

American Power Homes, Inc.



Empire Toll Free: 1-800-432-3028

RECEIVED

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SECTION OF DEPARTMENT OF COMMERCE

SEE TAIL CHIT

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
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Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

10/23

Certified Copy

**ARTICLES OF INCORPORATION
OF
AMERICAN POWER HOMES, INC.**

FILED
97 OCT 23 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges and files these Articles for the purpose of forming a corporation under the Laws of the State of Florida:

ARTICLE I - NAME

The name of the corporation shall be American Power Homes, Inc. The location and mailing address of the corporation is 4086 Woods Edge Cir., Suite A, Palm Beach Gardens, FL 33410.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in activity or business permitted under the Laws of the United States or of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of capital stock with a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the initial registered office of the corporation is 4086 Woods Edge Cir., Suite A, Palm Beach Gardens, FL 33410, and the name of the initial registered agent is David A. Girgis.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) members. The number of Directors may be increased or decreased from time to time by the Shareholders but shall never be less than one (1). The names and addresss of the initial Directors are: David A. Girgis, 4086 Woods Edge Cir., Suite A, Palm Beach Gardens, Fl. 33410; Elliot Reback, 4086 Woods Edge Cir., Suite A, Palm Beach Gardens, Fl. 33410; and Barry Quellman, 4086 Woods Edge Cir., Suite A, Palm Beach Gardens, Fl.33410.

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles is David A. Girgis, 4086 Woods Edge Cir., Suite A, Palm Beach Gardens, Fl. 33410.

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Lays shall be vested in the Shareholders.

IN WITNESS WHEREOF, I have made and subscribed these Articles this 20th day of October, 1997.


DAVID A. GIRGIS

STATE OF FLORIDA
COUNTY OF Palm Beach

I HEREBY CERTIFY that on the 20th day of October, 1997 personally appeared before me, DAVID A. GIRGIS, to me personally known/who produced 7102 # G 622161783656s

identification and executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State the day and year first above-written.



Michelle Bradley
Notary Public, State of Florida
My Commission Expires:

STATE OF FLORIDA
COUNTY OF Palm Beach

I HEREBY CERTIFY that on the 20th day of October, 1997 personally appeared before me, DAVID A. GIRGIS to me personally known/who produced H.D.L.#662216178 as 3650 identification and executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State the day and year first above-written.



Michelle Bradley
Notary Public, State of Florida
My Commission Expires:

I hereby accept the designation as Registered Agent as set forth in these Articles of Incorporation.

David A. Girgis
DAVID A. GIRGIS

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STATE
FLORIDA