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9000 NW 13th Street
Gainesville, FL 32653-1033

November 21, 1997

Florida Secretary of State
The Capitol
Tallahassee, FL 32314

800002355159--2
-11/24/97--01039--015
*****70.00 *****70.00

Re: Southern Home Centers, LIMITED, INC.

Dear Sir/Madam:

Please accept the attached Article of Incorporation for Southern Home Centers Limited
A check in the amount of seventy dollars (\$70.00) for filing fees is Inc.
enclosed. Please return a certified copy to us. Thank you.

Sincerely,

Joanne S. Kiesel

(Mrs.) Joanne S. Kiesel

enc. (1)

W97 26030

FILED
97 NOV 24 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROBERT KRIESEL GAVE
AUTHORIZATION BY PHONE TO
CORRECT CORP. NAME
DATE 11-26-97
DOC. EXAM GN

GN 11-26-97

FILED

97 NOV 24 PM 12:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

Southern Homes Centers Limited, Inc.

We, the undersigned, hereby declare the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: Southern Homes Centers, Limited, Inc.

ARTICLE II

The general nature of the business of this corporation shall be all lawful business activity permitted under the laws of the State of Florida and under the laws of the United States of America, without exception. This corporation may perform any part of its business outside of the State of Florida and in the other states, colonies or territories of the United States of America, and in all foreign countries.

ARTICLE III

The maximum number of shares of stock of the corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each, which shares will all be COMMON STOCK.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The street address of the initial principal office of this corporation 9000 NW 13 Street, Gainesville, FL 32653.

The initial registered agent is Joanne Kriesel, 9000 NW 13 Street, Gainesville, FL 32653.

ARTICLE VI

The number of directors shall be not less than one. The names of the initial directors of this corporation are:

Robert O. & Joanne Kriesel 3506 NW 49 Avenue
Gainesville, FL 32605

ARTICLE VII

The name and address of each subscriber of these Articles of Incorporation, and the number of shares of stock each agrees to take are:

Robert O. & Joanne 3506 NW 49 Avenue 100 shares
Kriesel Gainesville, FL 32605

ARTICLE VIII

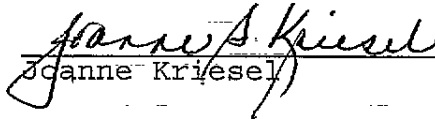
These Articles of Incorporation may be amended in the manner provided by law. Every ammendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE IX

The By-Laws of this corporation may authorize issuance of both voting and non-voting series of common stock.



Robert O Kriesel

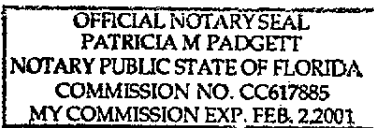


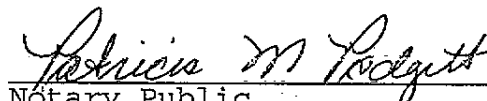
Joanne Kriesel

STATE OF FLORIDA)
) SS
COUNTY OF ALACHUA)

BE IT REMEMBERED, THAT ON THIS DAY before me personally appeared Robert O & Joanne Kriesel, parties to the foregoing instrument, personally known to me, and acknowledged before me that they freely and voluntarily made, signed and executed the said instrument for the purposes stated therein, and that the facts therein stated are truly set forth.

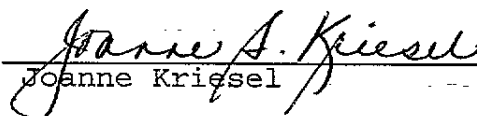
WITNESS my hand and seal at Gainesville, Florida, this 14th day of November, 1997.




Notary Public,
State of Florida at Large

FILED
97 NOV 24 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby accept appointment as Registered Agent for Southern Homes Centers, Ltd.


Joanne Kriesel