

PA800000051



THE UNITED STATES CORPORATION COMPANY

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 671777 5674A

AUTHORIZATION :

Patricia Pujute

COST LIMIT : \$ 122.50

ORDER DATE : January 16, 1998

ORDER TIME : 11:38 AM

ORDER NO. : 671777-005

CUSTOMER NO: 5674A

600002404926--8

CUSTOMER: William J. Kimpton, Esq  
KIMPTON BURKE & WHITE

Suite 100  
28059 U.s. Highway 19, North  
Clearwater, FL 34621

DOMESTIC FILING

NAME: HOME BOUY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

g 1/21/98

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DIVISION OF CORPORATIONS  
98 JAN 20 AM 9:35

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ARTICLES OF INCORPORATION  
OF  
HOME BOUY, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HOME BOUY, INC.

The address of the principal office of this corporation shall be Suite 100, 28059 U.S. Highway 19 North, Clearwater, Florida 34621, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 100, 28059 U.S. Highway 19 North, Clearwater, Florida 34621 and the name of the initial registered agent of the corporation at that address is Robert C. Burke, Jr.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 3 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Thomas Horne Dir.	Suite 100, 28059 U.S. Highway 19 North, Clearwater, Florida 34621
William J. Kimpton Dir.	Same
Chad Horne Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Thomas Horne Pres	Suite 100, 28059 U.S. Highway 19 North, Clearwater, Florida 34621
William J. Kimpton V.Pres/Sec	Same
Chad Horne V.Pres/Treas	Same

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE XI. INDEMNIFICATION

The corporation may indemnify any officer, director, employee, or agent or any former officer, director, employee, or agent to the extent permitted by law.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 19, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

ACP

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DIVISION OF CORPORATIONS  
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**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: HOME BOUY, INC

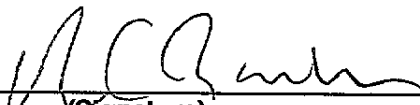
2. The name and address of the registered agent and office is:

ROBERT C. BURKE, JR.  
(Name)

28059 U. S. HIGHWAY 19 NORTH, SUITE 100  
(P.O. Box not acceptable)

CLEARWATER, FLORIDA 33761  
(City/State/Zip)

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.

  
(Signature)