

POOLE & POOLE, P.A.

Attorneys at Law

SUITE 200, ALLAN BUILDING

303 CENTRE STREET

FERNANDINA BEACH, FLORIDA 32034

WESLEY R. POOLE
H. PRICE POOLE, JR.

FRANCES G. BURGESS, C.L.A.

PLEASE REPLY TO:
POST OFFICE BOX 1280
FERNANDINA BEACH, FL 32035-1280

904/261-0742
FAX # 904/261-0745

March 30, 1998

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Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: DISTINCTIVE HOMES OF CALLAHAN, INC.

Dear Sirs:

Enclosed are:

1. Our check in the amount of \$122.50; and
2. Original Articles Of Incorporation for the above.

Please file and let us have confirmation of same as soon as possible.

Thank you for your continued assistance.

Yours sincerely,

Wesley R. Poole
Wesley R. Poole

WRP/fgb
Enclosures

FILED
98 APR - 1 AM 8:26
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
DISTINCTIVE HOMES OF CALLAHAN, INC.

The undersigned, acting as incorporators under the provisions of the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is: DISTINCTIVE HOMES OF CALLAHAN, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is SEVENTY-FIVE HUNDRED (7,500) with a par value of ONE DOLLAR (\$1.00) each. All of the shares are of one class only.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial post office address of the principal office of this corporation is: 6823 Irvin Road, Callahan, FL 32011. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have three directors initially. The number of directors may be increased or diminished from time

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TALLAHASSEE, FLORIDA

to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The names and post office addresses of the initial directors, who shall hold office for the first year of corporate existence or until their successors are elected or appointed and have qualified are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
MICHAEL E. PERRET	6823 Irvin Road Callahan, FL 32011
MARY SANDRA PERRET	6823 Irvin Road Callahan, FL 32011
ANNE MARIE PERRET	6823 Irvin Road Callahan, FL 32011

ARTICLE VIII. OFFICERS

The names and post office addresses of the officers who shall hold office for the first year of corporate existence or until their successors are elected or appointed are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
MARY SANDRA PERRET	President	6823 Irvin Road Callahan, FL 32011
ANNE MARIE PERRET	Secretary/ Treasurer	6823 Irvin Road Callahan, FL 32011

ARTICLE IX. REGISTERED AGENT

The name and address of the initial registered agent of this corporation is: WESLEY R. POOLE, 303 Centre Street, Suite 200, Fernandina Beach, FL 32034.

ARTICLE X. AMENDMENTS

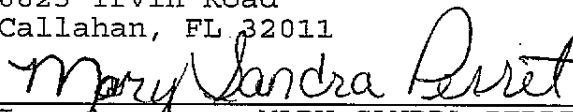
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and

approved at a stockholders' meeting by a majority of the issued and outstanding stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made. Each and every action required to be voted upon and thereby approved by the stockholders shall be approved by a majority vote of the stockholders.

EXECUTED this 19 day of February, 1998.



Incorporator: MICHAEL E. PERRET
6823 Irvin Road
Callahan, FL 32011

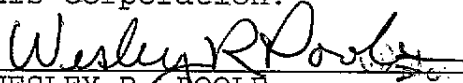


Incorporator: MARY SANDRA PERRET
6823 Irvin Road
Callahan, FL 32011



Incorporator: ANNE MARIE PERRET
6823 Irvin Road
Callahan, FL 32011

By my signature below, I hereby accept appointment as the Designated Registered Agent of this corporation.



WESLEY R. POOLE
300 Centre Street, Suite 200
Fernandina Beach, FL 32034

STATE OF FLORIDA
CLERK OF THE COURT
JANUARY 1998

98 APR -1 AM 8:27

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