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June 18, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

800002568268--5
-06/22/98--01109--002
*****70.00 *****70.00

RE: Robin's Nest Family, Inc.

800002568268--5
-06/22/98--01109--003
*****8.75 *****8.75

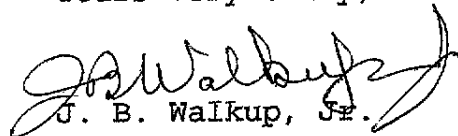
Dear Sirs:

Enclosed herewith for filing is the original of Articles Of Incorporation, together with the Certificate Designating The Resident Agent for the corporation. Pursuant to F.S. 607.0122 I enclose herewith my trust account check in the amount of \$70.00 for the filing fees.

Also enclosed is a copy of the Corporation Charter that is not more than eight (8) pages, together with a separate check in the amount of \$8.75 for which we please request you certify pursuant to Florida Statute 15.09(d) and return the certified copy to me.

Let me thank you in advance for your services in this regard.

Yours very truly,


J. B. Walkup, Jr.

JBW/mg
Enclosure

FILED
98 JUN 22 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BR 6/24/98

ARTICLES OF INCORPORATION
OF
ROBIN'S NEST FAMILY, INC.

FILED
98 JUN 22 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this corporation shall be ROBIN'S NEST FAMILY, INC.

ARTICLE II DURATION

This corporation shall commence existence upon the filing of these Articles Of Incorporation by the Department Of State and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III PURPOSE

The general nature of business and the objects and purposes proposed to be transacted by this corporation, in addition to the general corporation powers given and authorized by the laws of the State of Florida, are to be any or all of the following, to-wit:

To purchase and sell new and used motor homes, mobile homes, campers, motor vehicles and other such vehicles and equipment; and to rent and lease spaces and campsites for such vehicles and equipment.

In addition to the general corporation powers, for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, including but not limited to, the making and performing of contracts of any kind and description or the purpose of attaining any of the objects of the corporation, and to do and perform any and all things necessary or incident to the performing and carrying out of the powers here and above specifically delegated or implied.

ARTICLE IV CAPITAL STOCK

The amount of the capital stock for which this corporation is authorized to issue is 100 shares of \$10.00 par value common stock.

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of this corporation and the street address of the initial registered office of this corporation is 1310 S.E. 42nd Avenue, Ocala, Florida 34471, and the name of the initial registered agent of this corporation at that address is Timothy H. Fish.

ARTICLE VII CORPORATION MANAGEMENT BY STOCKHOLDERS

The business of this corporation shall be managed by the stockholders of the corporation rather than by a Board Of Directors.

ARTICLE VIII STOCKHOLDERS

The names and post office addresses of the stockholders of this corporation, who are of full age and who are citizens of the United States Of America, and the number of shares of stock and the value thereof are:

Timothy H. Fish	25 shares
1310 S.E. 42nd Avenue	
Ocala, Florida 34471	

Robin A. Fish	25 shares
1310 S.E. 42nd Avenue	
Ocala, Florida 34471	

Edward P. Biggins	25 shares
331 N.E. 53rd Court	
Ocala, Florida 34470	

Emma Jean Biggins	25 shares
331 N.E. 53rd Court	
Ocala, Florida 34470	

ARTICLE IX OFFICERS OF THE CORPORATION

The following shall constitute and be the officers of the corporation for the first year:

Timothy H. Fish	President
1310 S.E. 42nd Avenue	
Ocala, Florida 34471	

Edward P. Biggins
331 N.E. 53rd Court
Ocala, Florida 34470

Vice-President

Emma Jean Biggins
331 N.E. 53rd Court
Ocala, Florida 34470

Secretary

Robin A. Fish
1310 S.E. 42nd Avenue
Ocala, Florida 34471

Treasurer

ARTICLE X INCORPORATOR

The name and address of the persons signing these
Articles is:

Timothy H. Fish
1310 S.E. 42nd Avenue
Ocala, Florida 34471

Robin A. Fish
1310 S.E. 42nd Avenue
Ocala, Florida 34471

Edward P. Biggins
331 N.E. 53rd Court
Ocala, Florida 34470

Emma Jean Biggins
331 N.E. 53rd Court
Ocala, Florida 34470

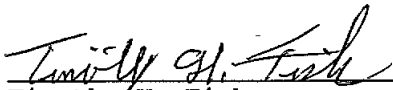
ARTICLE XI INDEMNIFICATION

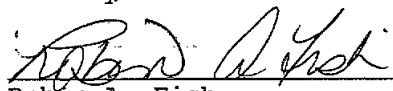
The corporation shall indemnify any officer, or any
former officer, to the full extent permitted by law.

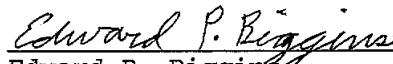
ARTICLE XII AMENDMENT

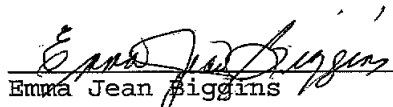
This corporation reserves the right to amend or repeal
any provisions contained in these Articles Of Incorporation, or any
amendment hereto, and any right conferred upon the shareholders is
subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have
executed these Articles Of Incorporation this 17th day of June,
1998.


Timothy H. Fish


Robin A. Fish


Edward P. Biggins


Emma Jean Biggins

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Timothy H. Fish, Robin A. Fish, Edward P. Biggins and Emma Jean Biggins, personally known to me and known by me to be the persons who executed the foregoing Articles Of Incorporation and they acknowledged before me that they executed those Articles Of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County last aforesaid, this 17th day of June, 1998.

NOTARY PUBLIC:



J. B. Walkup, Jr.
MY COMMISSION # CC661401 EXPIRES
June 16, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Sign: J. B. Walkup, Jr.

Stamp: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

FIRST -- That Robin's Nest Family, Inc. is desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles Of Incorporation at Ocala,
County of Marion, State of Florida has named Timothy H. Fish,
located at 1310 S.E. 42nd Avenue, Ocala, County of Marion, State of
Florida 34471, as its agent to accept service of process within
this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above state corporation, at place designated in this certificate,
I hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

BY: Timothy H. Fish
Timothy H. Fish, Resident Agent

FILED
98 JUN 22 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA