

O. D. Byars  
4519 Culbreath Avenue  
Tampa, Florida 33609

P98000067457

June 11, 1998

Division of Corporations  
Secretary of State  
502 E. Park Avenue  
Tallahassee, Florida 32301

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-07/29/98--01026--003  
\*\*\*\*122.50 \*\*\*\*122.50

Ref: Joe Byars Homes Corp.

Dear Madam or Sir :

Enclosed please find an original and one copy of the Articles of Incorporation for Joe Byars Homes Corp. Also enclosed is a check in the amount of \$122.50 made payable to the Secretary of State to cover the following costs:

|                      |              |
|----------------------|--------------|
| Filing Fee:          | \$ 35.00     |
| Certified Copy Fee   | 52.50        |
| Registered Agent Fee | <u>35.00</u> |
|                      | \$122.50     |

Please have the Secretary of State file the Articles, certify the copy, and return the certified copy to me by regular mail.

Thank you for your assistance.

Sincerely,

*O. D. Byars*

O. D. Byars

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ARTICLES OF INCORPORATION  
OF

JOE BYARS HOMES CORP.

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

JOE BYARS HOMES CORP.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

4519 Culbreath Avenue.  
Tampa, Florida 33609

ARTICLE III

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE IV

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 100,000 shares of common stock with a par value of \$1.00 per share. Each share

of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

#### ARTICLE V

##### Existence of Corporation

This corporation shall have perpetual existence.

#### ARTICLE VI

##### Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 4519 Culbreath Ave., Tampa, Florida 33609, and the initial registered agent of this corporation at such office shall be O.D. BYARS. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

#### ARTICLE VII

##### Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders

of this corporation may remove any director from office at any time with or without cause.

#### ARTICLE VIII

##### Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one member, such member to hold office until her successor has been duly elected and qualified. The name and street address of the initial director are:

| <u>Name</u> | <u>Address</u>                                |
|-------------|-----------------------------------------------|
| O. D. Byars | 4519 Culbreath Avenue<br>Tampa, Florida 33609 |

#### ARTICLE IX

##### Incorporator

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

| <u>Name</u> | <u>Address</u>                                |
|-------------|-----------------------------------------------|
| O.D. BYARS  | 4519 Culbreath Avenue<br>Tampa, Florida 33609 |

#### ARTICLE X

##### By-Laws

(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any by-law made by them that such by-law shall not be altered, amended or repealed by the Board of Directors.

(b) The by-laws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE XI

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE XII

Affiliated Transactions

The provisions of Section 607 . . . , Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

Chris Byars  
O.D. BYARS

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

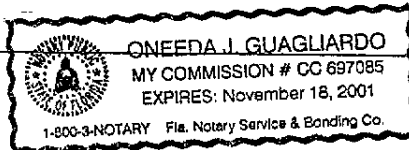
BEFORE ME, the undersigned authority, on this 15<sup>th</sup> day of June, 1998, personally appeared O.D. BYARS, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Oneeda J. Guagliardo  
NOTARY PUBLIC

ONEEDA J. GUAGLIARDO

My Commission Expires:



JOE BYARS HOMES CORP.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, O.D. BYARS having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607. Florida Statutes.

DATED this 24 day of June 1998

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