

P48000073829  
ALLEN, LANG & CUROTTO, P.A.  
ATTORNEYS AT LAW

105 EAST ROBINSON STREET, SUITE 201  
ORLANDO, FLORIDA 32801-1655

POST OFFICE BOX 3628  
ORLANDO, FLORIDA 32802-3628

TELEPHONE (407) 422-1250  
FAX (407) 422-1250

August 17, 1998

VIA FEDERAL EXPRESS

John Hall  
Halls Delivery Service  
464 Freddie Martin Drive  
Tallahassee, Florida 32301

Call  
481-0619

000002623150--6  
-08/24/98--01078--006  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 24 PM 1:35

Re: Florida Quality Homes of Central Florida, Inc.

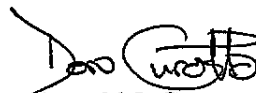
Dear John:

Enclosed please find an original and one copy of the Articles of Incorporation for the above corporation. Also enclosed is this firm's check in the amount of \$122.50 representing \$35.00 filing fee, \$52.50 for a certified copy and \$35.00 for registered agent fee for the corporation.

Please **do not** file these documents with the Secretary of State until you hear from me. I will telephone you on Tuesday, August 18, 1998, and instruct you as to when to file same. I have enclosed a Federal Express airbill for your use in either returning the filed or unfiled Articles.

If you have any questions, please feel free to call.

Very truly yours,

  
Donald J. Curotto

DJC:km

Enclosures

Please Call  
when Ready

RECEIVED  
98 AUG 24 PM 12:55  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

8-24  
WS

**ARTICLES OF INCORPORATION  
OF  
FLORIDA QUALITY HOMES OF CENTRAL FLORIDA, INC.**

FILED  
SECRETARY OF CORPORATIONS  
98 AUG 24 PM 4:05  
DIVISION OF CORPORATIONS

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name of this corporation is **FLORIDA QUALITY HOMES OF CENTRAL FLORIDA, INC.**

**ARTICLE II  
DURATION**

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

**ARTICLE III  
GENERAL PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

**ARTICLE IV  
CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of capital stock, which shall be designated Common Shares with ONE DOLLAR (\$1.00) par value. The directors of the corporation are authorized and empowered to issue the capital stock of the corporation as they in their discretion shall determine.

**ARTICLE V  
NO PREEMPTIVE RIGHTS**

The preemptive right to purchase additional shares or any other securities of this corporation is expressly denied to all shareholders of all classes.

**ARTICLE VI**  
**PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office and initial registered agent of the corporation is: 130 South Main Street, Winter Garden, Florida 34787, and the name of the initial registered agent of this corporation at that address is William D. Pigozzi.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall initially have one (1) director. The number of directors of this corporation may be increased or decreased from time to time pursuant to Bylaws adopted by the shareholders, but shall never be less than one (1). The name and address of the initial member of the Board of Directors who shall hold office until his successors are duly elected and have qualified is:

William D. Pigozzi

130 South Main Street  
Winter Garden, Florida 34787

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the Incorporator of this corporation is William D. Pigozzi.

**ARTICLE IX**  
**BYLAWS**

The power to adopt, alter or repeal bylaws shall be vested in the Board of Directors.

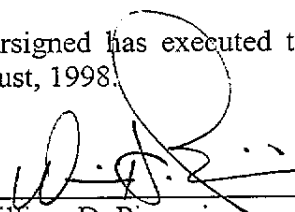
**ARTICLE X**  
**INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

**ARTICLE XI**  
**AMENDMENTS**

The 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 shareholder is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles at Orlando, Orange County, Florida, this \_\_\_\_ day of August, 1998.

  
\_\_\_\_\_  
William D. Pigozzi

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this \_\_\_\_ day of August, 1998, by WILLIAM D. PIGOZZI, who is personally known to me or has produced \_\_\_\_\_ as identification.


My Commission Expires:

\_\_\_\_\_  
Print  
\_\_\_\_\_  
Notary Public

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent for the above-stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT:

  
\_\_\_\_\_  
William D. Pigozzi

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 24 PM 1:35