

P98000084958

Premier Title Services, Inc.

1111 Oakfield Drive, Suite 115 • Brandon, Florida 33511
Phone: (813) 681-2339 • Fax: (813) 654-6856

June 27, 1997

SECRETARY OF STATE
Capitol Building
Tallahassee, FL 32301

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-10/01/98--01076--002
122.50 **78.75

ATTN: Corporate Division

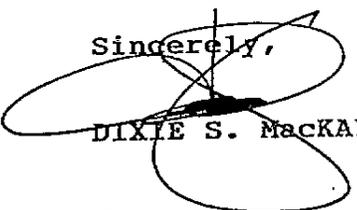
To whom it may concern;

Enclosed please find the Articles of Incorporation along with the Resident Agent form for the incorporation of:

MacRILEY HOMES, MacKAY DIVISION, INC.

I am also enclosing a check for \$122.50, to cover the cost of incorporation. Please return the certificate to me at the above address.

Sincerely,


DIXIE S. MacKAY

/dsm
Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -1 AM 8:50

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -1 AM 8:50

ARTICLES OF INCORPORATION
OF

MacRILEY HOMES, MacKAY DIVISION, 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:

MacRILEY HOMES, MacKAY DIVISION, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 9818 LaRita Place, Riverview, FL 33569

The office Mailing address for this corporation shall be: P.O. Box 1148, Riverview, FL 33568

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

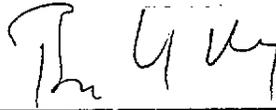
The name and address of the initial registered agent is: BRIAN K. MacKAY, 2560 Regal River Road, Valrico, FL 33594

ARTICLE V: INCORPORATOR

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

BRIAN K. MacKAY, 2560 Regal River Road, Valrico, FL 33594

The undersigned incorporator has executed these Articles of
Incorporation the 23rd day of September, 1998.



BRIAN K. MacKAY

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

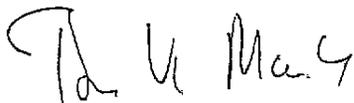
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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MacRILEY HOMES, MacKAY DIVISION, INC.
2. The name and address of the registered agent and office is:

BRIAN K. MacKAY, 2560 Regal River Road, Valrico, FL 33594

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.



BRIAN K. MacKAY

9/23/98

DATE