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LUTZ, WEBB, BOBO & EASTMAN
LAWYERS

CAROLE A. BANKS
J. ALLEN BOBO
DAVID D. EASTMAN
JODY B. GABEL
MARK A. HASKINS
DOUGLAS B. LUMPKIN
SUSAN W. LURVEY
H. ROGER LUTZ
CHARLES W. TELFAIR, IV
RICHARD S. WEBB, IV

101 SOUTH MONROE STREET
TALLAHASSEE, FLORIDA 32301

MAILING ADDRESS:
POST OFFICE BOX 1569
TALLAHASSEE, FLORIDA 32302-1569

TELEPHONE: (850) 521-0890
TOLL FREE: (877) 521-0890
FAX: (850) 521-0891

SARASOTA OFFICE:
ONE SARASOTA TOWER
TWO NORTH TAMiami TRAIL
FIFTH FLOOR
SARASOTA, FLORIDA 34236

TELEPHONE: (941) 951-1800
TOLL FREE: (877) 951-1800
FAX: (941) 366-1603
E-MAIL: LUTZWEBB@KUDOS.NET

PLEASE REPLY TO: TALLAHASSEE

December 30, 1998

VIA HAND-DELIVERY

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

EFFECTIVE DATE
1-1-99

FILED
DEC 30 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****87.50 *****87.50


RE: B & B Mobile Home Sales, Inc.

Dear Madam/Sir:

Enclosed for filing are the original Articles of Incorporation, with one copy, for the above referenced non-profit corporation together with a check in the amount of \$87.50 made payable to "Florida Department of State" to cover the costs of the filing fee, certified copy and certificate of status.

Please call Pam Mills locally at 521-0890 when the documents are ready for pick-up or if you have any questions concerning the filing. Thank you very much for your assistance.

Sincerely,


Susan E. Avellone, CLA

RECEIVED
DEC 31 1998
SEA/pam
Enclosures

6098-29296
P. Hall
DEC 31 1998

ARTICLES OF INCORPORATION

OF

B & B MOBILE HOME SALES INC.

FILED
98 DEC 30 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation pursuant to the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

EFFECTIVE DATE

1-1-99

The name of the Corporation shall be:

B & B MOBILE HOME SALES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

11643 Martel Court

Leesburg, Florida 34788

The Corporation may also maintain its principal office and branch offices at such places and in such states and foreign countries as the Board of Directors may from time to time by resolution provide.

ARTICLE III TERM OF EXISTENCE

This Corporation shall exist perpetually or until dissolved by due process of law. This corporation shall commence as of January 1, 1999.

ARTICLE IV SHARES

This Corporation is authorized to issue par value common stock as described below, and none other:

Maximum Number of Shares: 1,000

Par Value Per Share: \$ -0-

The authorized shares of par value common stock may be issued only for a consideration having a value, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Shareholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE V PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

David D. Eastman
101 South Monroe Street
Tallahassee, Florida 32301

ARTICLE VII INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than five (5) persons. The Board of Directors shall be elected at the annual meeting of the stockholders of this Corporation, which meeting shall be held at such time as provided by the By-Laws. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The name and address of the initial directors who are conducting the affairs of this Corporation until the first meeting and election and qualification of their successors shall be:

President:	Peter Beer 18700 West 10 Mile Southfield, Michigan 48075
Vice President:	Ivan Bloch 30600 Telegraph Road Suite 2250 Dingham Farms, Michigan 48025
Secretary/ Treasurer:	Michael J. Varick 11643 Martel Court Leesburg, Florida 34788

ARTICLE VIII MISCELLANEOUS

1. No contract or other transaction between this Corporation and any other corporation shall be affected or invalidated by the fact that any one or more

of the directors of this Corporation is or are interested in, or is a director or officer of such other corporation.

2. Upon election of the Board of Directors by the stockholders, such Board shall manage the business and affairs of the corporation, without the need of further authorization from the stockholders, except as provided by law, or otherwise herein.
3. The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Shareholders or the Directors. The Shareholders may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law adopted by the Shareholders, nor may the Directors adopt By-laws which would be in conflict with the By-Laws adopted by the Shareholders.
4. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.
5. Any Incorporator or Shareholder present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

6. The Corporation shall indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

ARTICLE IX INCORPORATORS

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

David D. Eastman
101 South Monroe Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 36th day of December 1998



DAVID D. EASTMAN

STATE OF FLORIDA

COUNTY OF LEON

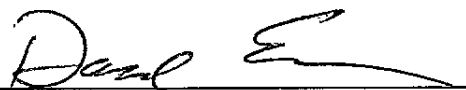
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared David D. Eastman, who executed the foregoing Articles of Incorporation for the purposes herein expressed. He is personally known to me or has produced _____ as identification, and he did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this _____ day of _____.

NOTARY PUBLIC

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, DAVID D. EASTMAN, 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.

The undersigned hereby accepts designation as Registered Agent of the Corporation on this 3rd day of December, 1998


DAVID D. EASTMAN

FILED
98 DEC 30 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA