

**RICHARD S. BERGHOLTZ, P.A.**

A Professional Association

Richard S. Bergholtz  
Attorney at Law

P. O. BOX 1789  
MOUNT DORA, FL 32756-1789

Gina H. Stoehr  
Paralegal

TELEPHONE: (352) 735-6938  
FACSIMILE: (352) 735-9680

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December 28, 1998

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

By Overnight Mail

Division of Corporations  
Florida Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

**RE: Articles of Incorporation  
MH Enterprises of Florida, Inc.**

Dear Sir/Madam:

Enclosed please find the following items regarding the above-referenced matter:

1. Original executed Articles of Incorporation
2. Check in the amount of \$78.75 representing the following:
  - a) \$70.00 filing fee
  - b) \$8.75 certified copy fee
3. Self-addressed stamped envelope for returning the certified copy.

Upon receipt, please file the enclosed Articles. Please note that the corporation must be filed effective prior to December 31, 1998, for tax purposes. Once filed, please return the copy in the envelope enclosed herein.

Thank you for your cooperation in this regard. If you should have any questions, please feel free to contact me at (407) 445-9111.

Very truly yours, **F. CHESSE** JAN 4 1999

*Gina H. Stoehr*

Gina H. Stoehr, Paralegal  
For the Firm

FILED  
98 DEC 31 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**

**MH ENTERPRISES OF SOUTHEAST, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator (being the incorporator of the above-named corporation) hereby make, subscribe to, acknowledge, and file these Articles of Incorporation for the purpose of organizing and incorporating a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

**ARTICLE I**

The name of this corporation [hereinafter referred to as corporation] shall be MH ENTERPRISES OF SOUTHEAST, INC. principal business office shall be located at 310 West Magnolia Street, Leesburg, FL 34748. The corporation's mailing address shall be Post Office Box 215, Mount Dora, FL 34756.

**ARTICLE II**

This corporation shall have perpetual existence commencing on the date of filing of these Articles.

**ARTICLE III**

The general purpose for which the corporation is initially organized is for the purpose of engaging in and transacting any and all lawful business.

**ARTICLE IV**

The aggregate number of shares which the corporation shall have authority to issue is 500 shares. These shall consist of one class only, and that class shall be known as "common shares" of the corporation. Each share shall have a par value of \$1.00 per share.

## ARTICLE V

The street address of the initial registered office of the corporation shall be:

Richard S. Bergholtz, P.A.  
22939 Wolf Branch Road  
Sorrento, FL 32776

The name of the initial registered agent (who shall be located at such registered office) shall be:

Richard S. Bergholtz, Esq.

To signify acceptance of appointment as registered agent, the registered agent named in this Article has signed these Articles pursuant to § 607.034, Florida Statutes.

## ARTICLE VI

A) The number of directors who shall constitute the initial board of directors of the corporation shall be two. The name and street address of each person who is to serve as a member of the initial board of directors of the corporation shall be:

| <u>Name of Director</u> | <u>Street Address</u>                    |
|-------------------------|--|
| Mark Hicks              | 310 West Magnolia Street<br>Leesburg, FL |
| Hal Chestnut            | 310 West Magnolia Street<br>Leesburg, FL |

B) The number of directors may be increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this corporation.

C) Any director may be removed from office by the holders of a majority of the stock entitled to vote at any annual or special meeting of the shareholders, for any cause deemed sufficient by such shareholders.

D) In the event one or more vacancies shall occur on the Board of Directors for any reason whatsoever, the vacancies shall be filled by the shareholders at the next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

E) Directors, as such, shall receive such compensation for their services, if any, as may be set by the shareholders at any annual or special meeting. The officers may authorize and require the payment of reasonable expenses, separate and distinct from compensation, incurred by the directors in the furtherance of their duties as directors.

F) Nothing in these articles shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.

#### ARTICLE VII

The name and street address of the incorporator of the corporation is:

| <u>Name of Director</u> | <u>Street Address</u>                        |
|-------------------------|--|
| Richard S. Bergholtz    | 22939 Wolf Branch Road<br>Sorrento, FL 32776 |

#### ARTICLE VIII

The power to adopt, alter, amend or repeal the Bylaws of this corporation shall be vested in the shareholders of the corporation.

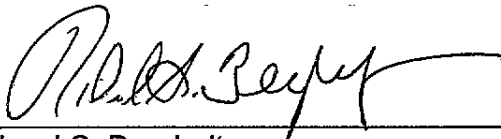
#### ARTICLE IX

For the purposes of these Articles, the corporation's By-Laws, and all other corporate documents, the plural shall be interchangeable with the singular, and the masculine shall be interchangeable with the feminine, as the context shall require.

ARTICLE X

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

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person who is competent to contract under the laws of the State of Florida, by these presents do hereby execute, acknowledge, and cause to be delivered to the Florida Department of State these Articles of Incorporation of the corporation and requests the Department of State of file these Articles, as of the date and time indicated in Article II hereof, in accordance with Chapter 607, Florida Statutes. Accordingly, the undersigned incorporator executed these Articles at Orlando, Orange County, Florida, this 28<sup>th</sup> day of December, 1998.



Richard S. Bergholtz  
As Incorporator



Richard S. Bergholtz, Esq.  
As Registered Agent

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Richard S. Bergholtz, as Incorporator and Registered Agent, personally known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation freely and voluntarily under oath and for the purposes stated therein.

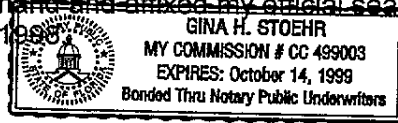
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 28th day of December, 1998

Gina H. Stoehr

Signature of Notary Public  
State of FLORIDA

Personally Known X

Type of Identification Produced \_\_\_\_\_



Print, Type, or Stamp

Commissioned Name/Notary Public \_\_\_\_\_

Produced Identification \_\_\_\_\_

FILED  
98 DEC 31 AM 11:18  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

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

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

FIRST -- That **MH ENTERPRISES OF SOUTHEAST, INC.** to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 310 West Magnolia Street, Leesburg, FL 34748 (Lake County), has named Richard S. Bergholtz, Esq., located at 22939 Wolf Branch Road, Sorrento, Florida 32776 (Lake County) as its agent to accept service of process within this State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above-stated 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 keep open said office.

Richard S. Bergholtz

Richard S. Bergholtz  
Resident Agent