

P99000000573

December 21, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32311

Enclosed please find two duly executed Articles of Incorporation for Prestige Buildings, Inc. and check in the amount of \$122.50.

Please file these articles and return one certified copy to me.

Thank you for your attention to this matter.

Sincerely,



Harold R. Maxwell
3720 So. Pine Avenue
Ocala, FL 34471

Encls. 3

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****122.50 *****78.75

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 24, 1998

HAROLD R. MAXWELL
3720 SO. PINE AVE.
OCALA, FL 34471

SUBJECT: PRESTIGE BUILDINGS, INC.
Ref. Number: W98000028803

We have received your document for PRESTIGE BUILDINGS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 698A00060371

PLEASE NOTE: CHANGED TO:

PRESTIGE BUILDINGS AND CARPORTS INC.

THANK YOU

A handwritten signature in black ink, appearing to read "Alan Crum".

ARTICLES OF INCORPORATION
OF
PRESTIGE BUILDINGS & CARPORTS, INC.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation is:

PRESTIGE BUILDINGS & CARPORTS, INC.

ARTICLE II NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

(A) The resale of building, garages, carports and any and all other products or items that fall within this category.

(B) To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property, both improved and unimproved, and personal property of whatever nature or kind, as owner, agent, factor, or broker; to build, construct and alter houses, buildings and structures of whatever nature of kind, and to develop real property, to loan money upon real and personal property and to take mortgages and bonds, and assignment or mortgages and bonds upon real and personal property of whatever nature and kind; and to borrow money thereon by mortgage or otherwise; to buy, sell and deal in bonds and loans secured by mortgages or other liens on real property or personal property of all kinds and descriptions;

(C) To deal in personal property of every kind and description and to carry on any legal business which may be necessary or incidental or proper to exercise any or all of the purposes of the corporation and to do any and all acts and things tending to increase the value of the property at any time held by the Company.

(D) To conduct business and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in this state and in any other of the several states, territories, possessions and dependencies of the United States, the District of Columbus, and in any and all foreign countries.

(E) To do any and all things, and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or any amendment thereto necessary and incidental to the protection and benefit of the corporation, and in general to carry on any lawful business necessary of incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, it being understood that the enumeration of specific powers in these Articles of Incorporation shall not be deemed to the exclusive, but all other lawful powers conferred by the statutes of the state of Florida are hereby included.

ARTICLE III CAPITAL STOCK

The maximum number of shares of the stock that this corporation is authorized to have outstanding at any one time is one hundred shares of common stock, with \$10.00 par value. All of said stock shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation will begin is One Thousand (\$1,000.00) Dollars.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually unless sooner dissolved according to law.

ARTICLE VI ADDRESS

The initial street address of the principal office of the corporation in the State of Florida, is 3720 So. Pine Avenue, Ocala, FL, 34471. The Board of Directories may from time to time move the principal office to any other address in Florida.

ARTICLE VII DIRECTORS

The corporation shall have not less than one nor more than nine directors, initially. The number of directors may be increased or diminished from time to time, by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

Morris M. Price, 13354 SE 106th Ct., Ocklawaha, FL 32179

Harold R. Maxwell, 14455 SE 107th Terrace, Summerfield, FL 34491

ARTICLE IX SUBSCRIBERS

The names and street addresses of each subscriber of these Articles of Incorporation is:

Morris M. Price, 13354 SE 106th Ct., Ocklawaha, FL 32179

Harold R. Maxwell, 14455 SE 107th Terrace, Summerfield, FL 34491

ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by 100% of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation has been made.

The directors of the corporation shall have the power to make or amend the by-laws and to fix any amount to be reserved for working capital.

The private property of the stockholder shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness or such members of the corporation.

ARTICLE XI

The stockholders of this corporation may divide themselves into groups for the purpose of obtaining unit control in the corporation, and when any agreement is made between stockholders owning at least seventy five (75%) percent of the stock then outstanding in the corporation, such agreement shall be binding upon the corporation, shall be recognized by the directors and shall be observed by the officers and agents of the company, and particularly, the stockholders are authorized to include in such agreements entered into between themselves provision which will confer upon individual groups the power to elect certain numbers of directors, and, in particular, stockholders may include in the agreement between themselves the following

as valid matters of agreement, to-wit:

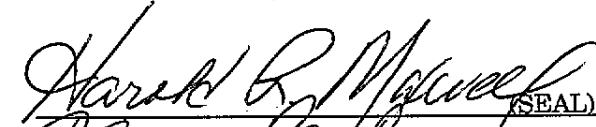
- (1) The manner and method in which the persons by whom directors may be elected;
- (2) Any limitation upon the transferability of assignment of the stock;
- (3) The conferring of preemptive rights of purchase upon stockholders on conditions precedent to the sale of any other stocks;
- (4) Any matter relating to effectuating the purposes included in any of the foregoing matters.

Agreements between stockholders shall continue binding upon the corporation until there is filed with each office of the corporation a written instrument signed by the persons who originally created such stockholders' agreement (or their successors in ownership, providing such a succession in ownership shall have been accomplished in accordance with the terms of the stockholder's agreement) consenting to the revocation and cancellation of the agreements among the stockholders.

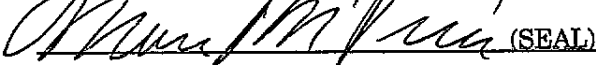
ARTICLE XII ELECTION FOR TAX PURPOSES

At the election of the officers of this corporation, this corporation may be qualified as a Sub Chapter S corporation pursuant to the laws of the United States and the Internal Revenue Service. This provision shall be applicable only if the business in which the corporation engages qualified for such tax treatment under the laws of the United States.

IN WITNESS WHEREOF, we, the undersigned, being each of the original subscribers to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the state of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares hereinabove set forth, and hereunto set our hands and seals this 17 day of December, 1998.



(SEAL)



(SEAL)

STATE OF FLORIDA
COUNTY OF MARION

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared MORRIS M. PRICE & HAROLD R. MAXWELL to me known to be the persons described as subscribers and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Ocala, Marion County, Florida, this 17 day of December, 1998.

Betty Lou Boone

Notary Public, State of Florida

My commission expires: Mar. 30, 1999.



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

IN PURSUANCE OF CHAPTER 48.091 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST--THAT PRESTIGE BUILDINGS & CARPORTS, INC.

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Ocala, County of Marion, State of Florida, has named

Harold R. Maxwell, 14455 SE 107th Terrace, Summerfield, FL 34491 County of Marion, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in the certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to being available for process.

By: *Harold R. Maxwell*

Harold R. Maxwell

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DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA