

P99000007272  
*Andrew L. Reiff, P.A.*

ATTORNEY AND COUNSELOR AT LAW

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135 W. CENTRAL BLVD.  
P.O. BOX 1059  
ORLANDO, FLORIDA 32802-1059

January 22, 1999

VIA AIRBORNE EXPRESS

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\*\*\*\*\*122.50 \*\*\*\*\*78.75

Ms. Carolyn Batten  
Document Specialist  
Florida Department Of State  
Division Of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Davina Mobile Home, Inc.  
Your Ref #W99000000705/Davina, Inc./unavailable)

Dear Ms. Batten:

I am enclosing herewith amended Articles Of Incorporation for Davina Mobile Home, Inc. and one copy for filing. I am also enclosing a copy of your letter dated January 11, 1999, Letter Number 799A00001263.

Please file the original of the enclosed Articles and return a certified copy to the undersigned. Your prompt attention to this matter is appreciated.

Sincerely,



Andrew L. Reiff

FILED  
99 JAN 26 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ALR/mc  
Enclosures

OK  
1-26-99  
7



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 11, 1999

ANDREW L. REIFF, P.A.  
135 W. CENTRAL BLVD., STE. 720  
SOUTHTRUST BANK BLDG.  
ORLANDO, FL 32802

SUBJECT: DAVINA, INC.  
Ref. Number: W99000000705

We have received your document for DAVINA, 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):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6930.

Carolyn Batten  
Document Specialist

Letter Number: 799A00001263

**FILED**  
99 JAN 26 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**DAVINA MOBILE HOME, INC.**

The undersigned, acting as incorporator of a corporation under Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**NAME**

The name of this corporation is DAVINA MOBILE HOME, INC.

**ARTICLE II**

**DURATION**

The period of its duration is perpetual.

**ARTICLE III**

**PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

The corporation is authorized to issue 10,000 shares, all of one class, at \$0.10 par value.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the registered agent and registered office of this corporation shall be as follows:

ANDREW L. REIFF, P. A.  
135 W. Central Blvd. - Suite 720  
Orlando, Florida 32801

**ARTICLE VI**

**MAILING ADDRESS OF THE CORPORATION**

The mailing address of the corporation is 2120 58th Avenue Suite 109, Vero Beach, Florida 32962.

## **VII**

### **INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

JOSEPH MACDONALD  
2120 58th Avenue - Suite 109  
Vero Beach, Florida 32962

### **ARTICLE VIII**

#### **INCORPORATORS**

The name and address of the Incorporator signing these Articles of Incorporation is:

JOSEPH MACDONALD  
2120 58th Avenue - Suite 109  
Vero Beach, Florida 32962

### **ARTICLE IX**

#### **DIRECTORS' AUTHORITY TO FIX COMPENSATION**

Directors shall have authority to fix the compensation of the officers of this corporation.

### **ARTICLE X**

#### **PRE-EMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind of series of stock in this corporation that may from time to time be issued, whether or not presently authorized, including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any stockholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issues of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30)

days of receipt of notice from the corporation.

## **ARTICLE XI**

### **DIRECTOR CONFLICT OF INTEREST**

A. No contract or other transaction between the corporation and one or more of its directors, or between the corporation and any other corporation, firm, association, or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall either be void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the board of directors of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. if the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or

2. if such common directorship, officership, or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or

3. if the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

## **ARTICLE XII**

### **INDEMNIFICATION**

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

## **ARTICLE XIII**

### **SHAREHOLDERS QUORUM AND VOTING**

A majority of the shares entitled to vote, represented in person or proxy, shall constitute a quorum at a meeting of

shareholders. If a quorum is present, the actions by the shareholders will be approved if the affirmative or "yes" votes exceed the negative or "no" votes.

#### ARTICLE XIV

##### REMOVAL OF DIRECTORS

At a meeting of shareholders called expressly for that purpose, any one director or the entire board of directors may be removed, with or without cause, by a vote as required in the Bylaws.

#### ARTICLE XV

##### INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writing evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

#### ARTICLE XVI

##### EFFECTIVE DATE OF INCORPORATION

This corporation shall be deemed to have come into existence on date of filing.

#### ARTICLE XVII


##### AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Florida corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 5 day of Jan, 1999.

Joseph MacDonald  
JOSEPH MACDONALD  
Sole-Incorporator

THE UNDERSIGNED hereby accepts the office of registered agent, and shall accept service of process on behalf of the corporation at 135 W. Central Blvd. - Suite 720, Orlando, Florida 32801, and further agrees to comply with the provisions of Chapter 48 relative to keeping up said office.


  
ANDREW L. REIFF  
Registered Agent

STATE OF FLORIDA

COUNTY OF Volusia

The foregoing instrument was acknowledged before me this 5 day of Jan, 1999, by JOSEPH MACDONALD, who is personally known to me or has produced FL DL M23549962 33978 as identification.

NOTARY PUBLIC:

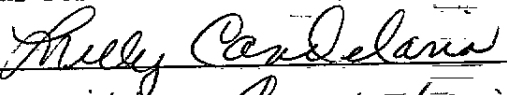
sign   Viola Snow  
MY COMMISSION # CC684659 EXPIRES September 30, 2001  
BONDED THROUGH TROY FAIN INSURANCE, INC.

print VIOLA SNOW  
State of Florida at Large (Seal)  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 5th day of January, 1999, by ANDREW L. REIFF, who is personally known to me or has produced N/A as identification.

NOTARY PUBLIC:

sign   
print MILLY CANDELARIA  
State Of Florida at Large (Seal)  
My Commission Expires: