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Anchors, Foster, Mc Innis & Keefe, P. A.

Attorneys at Law

909 MAR WALT DRIVE, SUITE 1014
FT. WALTON BEACH, FLORIDA 32547-6711

C. LEDON ANCHORS
W. SCOTT FOSTER*
C. JEFFREY McINNIS
LAWRENCE KEEFE
HARMON O. MASSEY, JR.**

AREA CODE 850
TELEPHONE 863-4064
FAX 862-1138

*ALSO ADMITTED IN ALABAMA
**ALSO ADMITTED IN MISSISSIPPI

April 8, 1999

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122.50 **78.75

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

RE: AMERICAN TRAILER OF FLORIDA, INC.

Dear Sir/Madam:

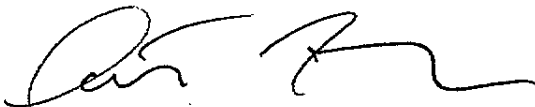
Enclosed is the original and one duplicate copy of the Articles of Incorporation for the above captioned corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. If you find the enclosures in order, please endorse your approval to the Articles of Incorporation on the duplicate copy, certify the same, and return the copy to the undersigned at your earliest convenience.

A check is also enclosed to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Certificate of Incorporation, and the \$35.00 fee for filing the Resident Agent Certificate (which Certificate is also enclosed).

If you have any questions concerning the enclosures, please do not hesitate to call us. If you have no questions, please send us the Certificate of Incorporation once the same has been prepared. Your assistance in this matter will be appreciated.

Very truly yours,

ANCHORS, FOSTER, McINNIS & KEEFE, P.A.



William Scott Foster

cc: Robert L. Cary

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

APR 14 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 14, 1999

ANCHORS, FOSTER, MC INNIS & KEEFE, P.A.
909 MAR WALT DRIVE STE. 1014
FT. WALTON BEACH, FL 32547-6711

SUBJECT: AMERICAN TRAILER OF FLORIDA, INC.
Ref. Number: W99000008832

We have received your document for AMERICAN TRAILER OF FLORIDA, 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) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 799A00018861

Anchors, Foster, Mc Innis & Keefe, P. A.
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* ALSO ADMITTED IN ALABAMA

April 15, 1999

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

ATTN: Randall Purintun
Document Specialist

RE: American Trailer of Florida, Inc.

Dear Randall:

I am enclosing herein the letter and Articles of Incorporations you returned to me on April 14, 1999. Pursuant to our telephone conversation today, I am aware that there exist a corporation with a similar name as the above referenced corporation. The similar corporation in question uses the name of American Trailer Corporation. This will confirm that my client is aware of this fact and has agreed to run any risk or accept any liability in connection with using the name American Trailer of Florida, Inc. If you need any further documentation from me concerning this matter, please let me know and I will be glad to provide it to you.

Sincerely yours,

ANCHORS, FOSTER, MCINNIS & KEEFE, P.A.

W. Scott Foster
William Scott Foster

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

AMERICAN TRAILER OF FLORIDA, INC.

ARTICLE I - NAME:

The name of this corporation is AMERICAN TRAILER OF FLORIDA, INC. (hereinafter referred to as the "Corporation").

ARTICLE II - DURATION:

The Corporation shall exist perpetually, commencing on April 9, 1999 (which is the date that these Articles were executed and notarized).

ARTICLE III - PURPOSE:

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase

his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT:

The street address of the initial principal office of the Corporation is c/o William Scott Foster, 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547 and the mailing address is the same. The street address of the initial registered office of the Corporation is 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547 and the initial registered agent of the Corporation at that address is William Scott Foster.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of the Corporation are Robert L. Cary and Joe Way, all having a collective address for purposes hereof of 420 Eglin Parkway, Fort Walton Beach, Florida 32548.

ARTICLE VIII - INCORPORATOR:

The name and address of the person signing these articles is as follows: William Scott Foster, 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547.

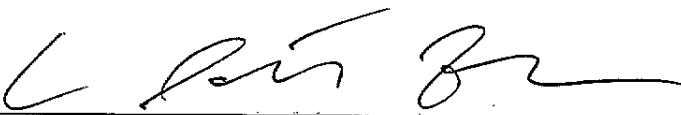
ARTICLE IX - BY-LAWS:

The power to adopt, alter, amend, or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - SECTION 1244 STOCK:

It is the intent of this charter that the capital stock of the Corporation may be sold in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on April 9, 1999.



WILLIAM SCOTT FOSTER

STATE OF FLORIDA)
)
COUNTY OF OKALOOSA)

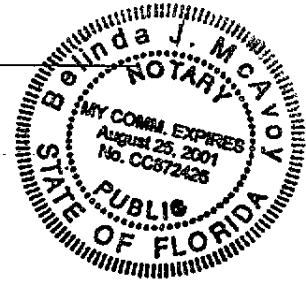
Before me, the undersigned authority, personally appeared William Scott Foster, personally known to me to be the person described in the foregoing Articles of Incorporation of the

Corporation, and such person acknowledged to and before me that such person executed the Articles of Incorporation for the purpose therein described.

WITNESS my hand and official seal on April 9, 1999.

Belinda J. McAvoy
NOTARY PUBLIC

My commission expires:



This Instrument (Corporate.mac\
A-Inc.Mul) Prepared By:
ANCHORS, FOSTER, McINNIS & KEEFE, P.A.
(William Scott Foster)
909 Mar-Walt Drive, Suite 1014
Fort Walton Beach, Florida 32547
(904) 863-4064

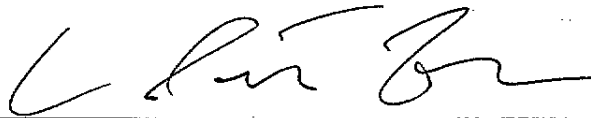
CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

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

AMERICAN TRAILER OF FLORIDA, INC. (the "Corporation"), desiring to organize under the laws of the State of Florida, with its registered office, as indicated in its Articles of Incorporation, at 909 Mar-Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, has named WILLIAM SCOTT FOSTER, located at 909 Mar-Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT.

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, including those relative to keeping open of said office.



WILLIAM SCOTT FOSTER

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SECRETARY OF STATE
DIVISION OF CORPORATIONS