

99000044787

Janice Kay Williams
10613 U.S. Hwy. 92 East
Tampa, Florida 33610
(813)621-7313

May 9, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

000002873890--4
-05/13/99--01062--013
*****78.75 *****78.75

Re: Fortune Manufactured Housing, Inc.

Dear Sir/Ma'am:

Enclosed please find original Articles of Incorporation and one copy for the above-captioned corporation, **effective upon the filing of same.** I would appreciate your filing of the Articles at your earliest convenience.

Also enclosed please find a check in the amount of \$78.75. Thank you for your assistance.

Best Regards,

Janice Kay Williams
Janice Kay Williams

Enclosure: per above

FILED
1999 MAY 13 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. Purinton MAY 17 1999

FILED

1999 MAY 13 PM 4: 53

ARTICLES OF INCORPORATION
OF
FORTUNE MANUFACTURED HOUSING, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation is FORTUNE MANUFACTURED HOUSING, INC.

ARTICLE II
DURATION

This corporation shall have perpetual existence commencing on upon the date of the filing of these articles of incorporation.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the laws of the State of Florida as now exist or may after be amended.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10613 U.S. Highway 92 East, Tampa, Florida 33610 and the name of the initial registered agent of this corporation at such address is Janice Kay Williams.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either

increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

President
Janice Kay Williams
10613 U.S. Highway 92 East
Tampa, Florida 33610

Vice President
Janice Kay Williams
10613 U.S. Highway 92 East
Tampa, Florida 33610

Treasurer
Janice Kay Williams
10613 U.S. Highway 92 East
Tampa, Florida 33610

Secretary
Janice Kay Williams
10613 U.S. Highway 92 East
Tampa, Florida 33610

ARTICLE VIII- INCORPORATORS

The name and address of the Incorporator signing these articles is: Janice Kay Williams, 10613 U.S. Highway 92 East Tampa, Florida 33610

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any Officer and Director or any former officer or director, to the full extent of the law.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any other amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 9th day of May, 1999.

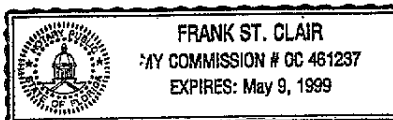
Janice Kay Williams
Janice Kay Williams,
Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Janice Kay Williams, known to be and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 9th day of May, 1999.

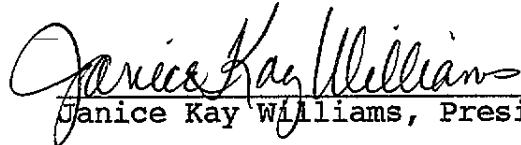
Frank St. Clair
NOTARY PUBLIC




CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED.

FIRST, that FORTUNE MANUFACTURED HOUSING, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 10613 U.S. Highway 92 East, Tampa, Florida has named Janice Kay Williams as its agent to accept service of process within Florida.

Dated: 5/9/99


Janice Kay Williams, President

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to accept in this capacity, and I further agree to comply with provisions of all statutes relative to the proper performance of my duties.


Janice Kay Williams
Registered Agent

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1999 MAY 13 PM 4:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA