

SUMNER & MANN, P.A.

ATTORNEY AT LAW

14150 6TH STREET  
POST OFFICE DRAWER 1047  
DADE CITY, FLORIDA 33526-1047

Robert D. Sumner  
R. Seth Mann  
Patricia S. Husband

TEL: (852) 567-5658  
Fax: (852) 567-3928

**PP9000067183**

July 20, 1999

Florida Department of State  
Division of Corporations  
P. O. Box 6727  
Tallahassee, Florida 32314

100002938241--2  
-07/22/99--01025--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Grand Horizon Homes, Inc.

Dear Sir:

Enclosed herewith please find the original and one (1) copy of the Articles of Incorporation for the above referenced entity, together with the original Certificate of Resident Agent for filing with your agency. I am enclosing my firm's check in the amount of \$78.75 to cover the costs of filing (\$70.00) and the costs of a certified copy (\$8.75).

Please return the certified copy of the Articles of Incorporation to my attention.

Thank you for your attention to this request.

Sincerely,

*Robert A. Sumner*

Robert D. Sumner

RDS:dlm  
enclosures

FILED  
JUL 22 PM 6:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. GALLMON-CASE JUL 28 1999

ARTICLES OF INCORPORATION  
OF  
GRAND HORIZON HOMES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this corporation shall be GRAND HORIZON HOMES, INC. The mailing address and the principal office address of the corporation is 7645 Green Slope Drive, Zephyrhills, Florida 33541.

ARTICLE II - Duration

The corporation is to have perpetual existence, commencing with the filing of these Articles of Incorporation with the Secretary of State.

ARTICLE III - Purpose

This corporation is organized for the following purposes:

(a) To engage in the development and sale of individual mobile home lots and the sale of mobile home lots improved with mobile homes or modular homes placed thereon.

(b) To engage in any other business or economic pursuit not prohibited by the laws of the State of Florida.

(d) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation necessary or incidental to the protection and benefit of the corporation, and in general, either

alone or in association with others, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or objects of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in this Certificate of Incorporation.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

#### ARTICLE IV - Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of One Dollar and 00/100 Dollars (\$1.00) par value common stock. The whole or any part of the capital stock of this corporation shall be payable in cash, or property, labor or services at a just valuation to be fixed by the Directors.. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors.

#### ARTICLE V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 Registered Office and Agent

The name and street address of the initial registered agent of this corporation are GEORGE A. NEUKOM, JR., 38444 Fifth Avenue, Zephyrhills, Florida 33540.

ARTICLE VII - Initial Board of Directors and Officers

This corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one (1). The names and addresses of the initial directors and officers of this corporation are:

<u>Name and Address</u>	<u>Office</u>
RICHARD L. REHBERG 3062 West Moreland Drive Lakeland, Florida 33810	President and Director
GEORGE A. NEUKOM, JR. 38444 Fifth Avenue Zephyrhills, Florida 33540	Vice President and Director
FREDERICK A. MEYER 18510 Turtle Drive Lutz, Florida	Secretary/Treasurer and Director

ARTICLE VIII - Incorporators

The names and addresses of the persons signing these Articles of Incorporation are:

RICHARD L. REHBERG  
3062 West Moreland Drive  
Lakeland, Florida 33810

GEORGE A. NEUKOM, JR.  
38444 Fifth Avenue  
Zephyrhills, Florida 33540

FREDERICK A. MEYER  
18510 Turtle Drive  
Lutz, Florida

ARTICLE IX - Bylaws

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

ARTICLE X - Subscribers

Shares of capital stock of this corporation shall be issued initially as follows:

<u>Name and Address</u>	<u>Number of Shares</u>
RICHARD L. REHBERG	300
GEORGE A. NEUKOM, JR.	300
FREDERICK A. MEYER	300

ARTICLE XI - Restrictions on Transfer of Stock

Shares in the corporation may be transferred to the corporation, to other stockholders in the corporation, or to third persons, but any sale or other transfer to a third person must be approved in advance by the Board of Directors and may further be restricted by an stockholders' agreement that may exist between the individual shareholders of the corporation.

ARTICLE XII - Cumulative Voting

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be

elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE XIII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

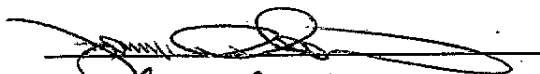

#### ARTICLE XIV - Amendment

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


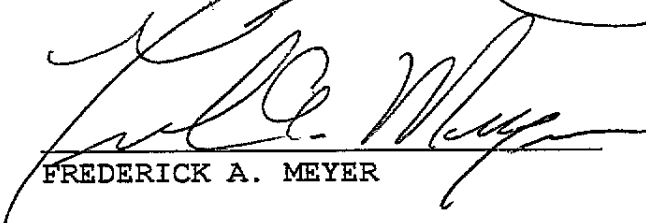
#### ARTICLE XV - Additional Provision

No contract or other transaction of the corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are parties to or interested in such contract, act or transaction, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firms, association or corporation in which he may be in any way interested.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 12<sup>th</sup> day of July, 1999.

  
Richard L. Rehberg  
Shan S. Sum  
Patricia S. Husbands  
  
Richard L. Rehberg

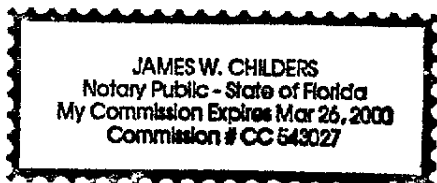
Richard L. Rehberg  
RICHARD L. REHBERG

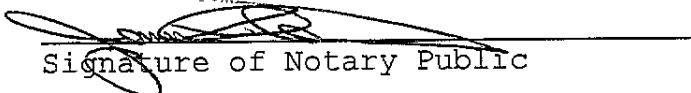
  
GEORGE A. NEUKOM, JR.  
  
FREDERICK A. MEYER

STATE OF FLORIDA  
COUNTY OF PASCO

This day personally appeared before me, an officer duly qualified to take acknowledgments, **RICHARD L. REHBERG**, who executed the foregoing instrument and acknowledged before me that he executed the same. Said person is personally known to me, or provided Driver's license as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 12<sup>th</sup> day of July, 1999.



  
Signature of Notary Public  
James W. Childers  
Printed or Typed Name of Notary  
NOTARY PUBLIC - STATE OF FLORIDA

STATE OF FLORIDA  
COUNTY OF PASCO

This day personally appeared before me, an officer duly qualified to take acknowledgments, **GEORGE A. NEUKOM, JR.**, who executed the foregoing instrument and acknowledged before me that he executed the same. Said person is personally known to me, or provided \_\_\_\_\_ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 12<sup>th</sup> day of July, 1999.



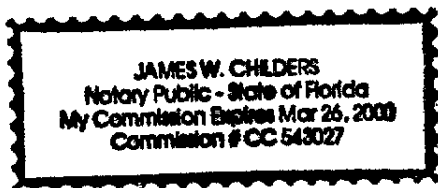
Sharon B. Sumner  
Signature of Notary Public

Sharon B. Sumner  
Printed or Typed Name of Notary  
NOTARY PUBLIC - STATE OF FLORIDA

STATE OF FLORIDA  
COUNTY OF PASCO

This day personally appeared before me, an officer duly qualified to take acknowledgments, **FREDERICK A. MEYER**, who executed the foregoing instrument and acknowledged before me that he executed the same. Said person is personally known to me, or provided Personally Known as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 12<sup>th</sup> day of July, 1999.



James W. Childers  
Signature of Notary Public

James W. Childers  
Printed or Typed Name of Notary  
NOTARY PUBLIC - STATE OF FLORIDA



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, 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 **GRAND HORIZON HOMES, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Zephyrhills, County of Pasco, State of Florida, has named **GEORGE A. NEUKOM, JR.**, located at 38444 Fifth Avenue, Zephyrhills, Florida 33540, 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 the 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 keeping open said office.

  
\_\_\_\_\_  
GEORGE A. NEUKOM, JR.

07-12-99  
\_\_\_\_\_  
(Date)

FILED  
99 JUL 22 PM 6:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA