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ARTICLES OF INCORPORATION

OF

COUNTRYWOOD HOMES, INC.

The Undersigned, acting as incorporator of a corporation under the Alabama Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Countrywood Homes, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under this Act.

FOURTH: The aggregate number of shares which the corporation shall have the authority to issue is 100 shares of common stock, par value \$1 per share.

FIFTH: The address of the initial registered office of the corporation is 324 l0th Street SW, Alabaster, Alabama 35007, and the name of its initial registered agent at such address is Arthur Allen Hawkins.

SIXTH: The number of directors constituting the initial board of directors of the corporation is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders, or until his successor is elected and shall qualify is:

Name

Address

Arthur Allen Hawkins

324 10th Street SW Alabaster, Alabama 35007

SEVENTH: The name and address of the incorporator is:

Name

Address

Arthur Allen Hawkins

324 10th Street SW Alabaster, Alabama 35007

EIGHTH: The corporation shall have no corporate seal, and no seal shall be required to be placed on any instrument executed by any of its authorized officers. Nor shall any attestation by the Secretary or any other person be required.

Dated: 9/6/86

STEAMA TIPTON AHWENEY AT LAW 3932-A CARSHAVAN OF.

B'ham, ... 35243

Arthur Allen Hawkins- Incorporato



STATE OF ALABAMA

I, Don Siegelman, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify

that pursuant to the provisions

	of Section 10-2A-26, Code of Alabama 1975, the corporate name		
	Countrywood Homes, Inc.		
V			
_	is reserved as available based only upon an examination of the corporation records		
PACE	on file in this office for the exclusive use of Countrywood Homes, Inc.		
2	for a period of one hundred twenty days from this date. In the case of a domestic		
	corporation, the name of the county in which the corporation was or is proposed to		
B00X	be incorporated is Shelby . I further certify that as set out in		
	the application for reservation of corporate name, the Secretary of State's		
	office does not assume any responsibility for the availability of the corporate		
	name requested nor for any duplication which might occur.		

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

January 6, 1986- expires 5-7-86

Date Dugelman

Don Siegelman

Secretary of State

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INC - 1

State of Alabama

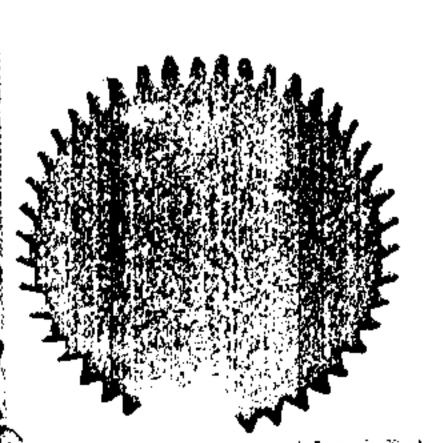
SHELBY

County

CERTIFICATE OF INCORPORATION

OF

COUNTRYWOOD HOMES, INC.



STATE OF A SHELDY CO.

INSTRUMENTAL SHELDY CO.

HISTRUMAN -6 PH 12: 11

Thomas a. Smouther, &

Judge of Probate