



Department of State.

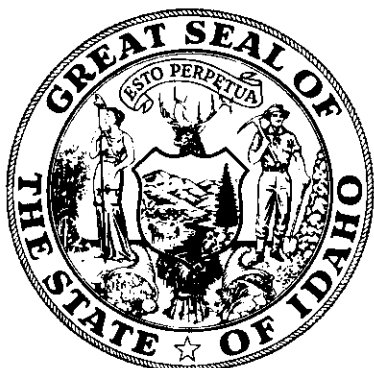
**CERTIFICATE OF AUTHORITY
OF**

NASHUA HOMES CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **NASHUA HOMES CORPORATION** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **NASHUA HOMES CORPORATION** to transact business in this State under the name **NASHUA HOMES CORPORATION** and attach hereto a duplicate original of the Application for such Certificate.

Dated August 4, 19 80



Pete T. Cenarrusa

SECRETARY OF STATE

Neelon E. Artisch

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is NASHUA HOMES CORPORATION
2. *The name which it shall use in Idaho is NASHUA HOMES CORPORATION
3. It is incorporated under the laws of Ohio
4. The date of its incorporation is July 16, 1980 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is c/o Coolidge, Wall, Matusoff, Womsley & Lombard Co., L.P.A., 33 West First Street, Dayton, Ohio 45402
6. The address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Manufacture and sale of mobile homes and all other proper corporate purposes.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED RIDER		

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
750	- -	Without Par Value

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
100	-	Without Par Value

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated July 28, 19 80

NASHUA HOMES CORPORATION

By

Roy M. Pagenkopf

Its

President

and

Richard S. Thompson

Its

Secretary - Treasurer

STATE OF Idaho)

COUNTY OF Ada) ss:

I, Barbara A. Sullivan, a notary public, do hereby certify that on this 28th day of July, 19 80, personally appeared before me Roy M. Pagenkopf, who being by me first duly sworn, declared that he is the President of NASHUA HOMES CORPORATION

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Barbara A. Sullivan
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

NASHUA HOMES CORPORATION

NAMES AND ADDRESSES OF DIRECTORS AND OFFICERS

<u>Name</u>	<u>Office</u>	<u>Address</u>
Paul H. Zimmer	Chairman of the Board	777 S. W. 12th Avenue Pompano Beach, Fla. 33061
Roy M. Pagenkopf	President & Director	921 S. Orchard, Ste. A Boise, Idaho 83705
Richard S. Thompson	Secretary, Treasurer & Director	777 S. W. 12th Avenue Pompano Beach, Fla. 33061
James R. Rixey	Vice President	921 S. Orchard, Ste. A Boise, Idaho 83705
Robert B. Matusoff	Asst. Secretary & Asst. Treasurer	33 W. First Street Dayton, Ohio 45402



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Department of State

SECRETARY OF
STATE

The State of Ohio

E0775-1262

Anthony J. Celebrezze, Jr.
Secretary of State

557923

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARE

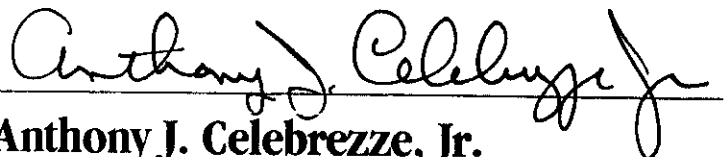
of:
NASHUA HOMES CORPORATION

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll E775 at Frame 1263 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State, at the
City of Columbus, Ohio, this 16TH day of JULY,
A.D. 1980.




Anthony J. Celebrezze, Jr.
Secretary of State

E0775-1263

Articles of Incorporation

— OF —

NASHUA HOMES CORPORATION

(Name of Corporation)

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Revised Code of Ohio, do hereby certify:

FIRST. The name of said corporation shall be Nashua Homes Corporation

SECOND. The place in Ohio where its principal office is to be located is _____

33 West First Street, Dayton, Montgomery County.
(City, Village or Township)

THIRD. The purposes for which it is formed are:

To engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1701.98, inclusive, of the Revised Code of Ohio. In addition, the corporation is authorized to purchase and redeem, hold, sell and transfer shares of its own capital stock from time to time to such an extent and in such manner and upon such terms as the Board of Directors may determine, and to use the funds of the corporation for such purpose, provided, that the corporation shall not use any of its funds or property for the purchase of its own capital stock when there is reasonable ground for believing that the corporation is unable, or by such purchase, may be rendered unable, to satisfy its obligations and liabilities; and provided further, that shares of its own capital stock belonging to the corporation shall not be voted directly or indirectly by it.

APPROVED
FOR FILING

By

MK

Date

7-16-50

Amount

7.00

FOURTH. The number of shares of stock which the said corporation is authorized to have outstanding is 750 shares, without par value

FIFTH. The amount of stated capital with which the corporation shall begin business is FIVE HUNDRED and no/100-----Dollars (\$500.00)

IN WITNESS WHEREOF, We have hereunto subscribed our names this 14th day of July, 1980

NASHUA HOMES CORPORATION

(Name of Corporation)

Robert B. Matusoff

Jeffrey Alan Melnick

William H. Seall

(INCORPORATORS' NAMES SHOULD BE TYPED OR PRINTED BENEATH SIGNATURES)

N. B. Articles will be returned unless accompanied by form designating statutory agent. See Section 1701.07, Revised Code of Ohio.

EG775-1265

ORIGINAL APPOINTMENT OF AGENT

The undersigned, being at least a majority of the incorporators of

NASHUA HOMES CORPORATION

(Name of Corporation)

hereby appoint Robert B. Matusoff

(Name of Agent)

(a natural person resident in this state) or (a corporation having a business address in this state) ~~(strike out phrase not applicable)~~ upon whom (which) any process, notice or demand required or permitted by statute to be served upon the corporation may be served.

His (~~its~~) complete address is 33 West First Street, Dayton,
(Street or Avenue) (City or Village)
Montgomery 45402
County, Ohio, (Zip Code)

Robert B. Matusoff

Jeffrey Alan Melnick

William H. Seall

(Incorporators names should be typed or printed beneath signatures)

Dayton, Ohio

July 14, 1980

Nashua Homes Corporation

(Name of Corporation)

Gentlemen: I hereby accept appointment as agent of your corporation upon whom process, tax notices or demands may be served.

Robert B. Matusoff (Signature of Agent)

By

(Signature of Officer Signing and Title if Agent is a Corporation)

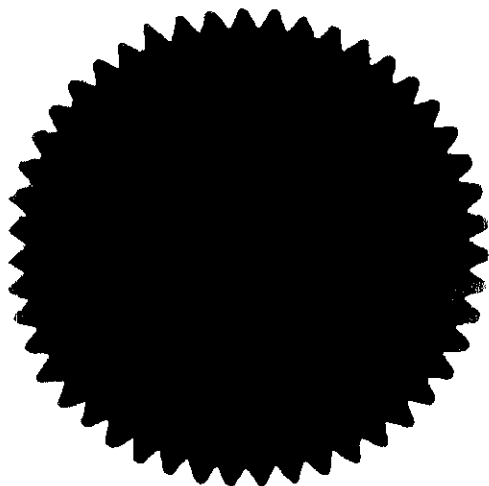
REMARKS: ALL ARTICLES OF INCORPORATION MUST BE ACCOMPANIED BY AN ORIGINAL APPOINTMENT OF AGENT. THERE IS NO FILING FEE FOR THIS APPOINTMENT.

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE. }

I, ANTHONY J. CELEBREZZE, JR.,
Secretary of State of the State of Ohio, do hereby certify that the foregoing is an
exemplified copy, carefully compared by me with the original record now in my
official custody as Secretary of State, and found to be true and correct, of the

ARTICLES OF INCORPORATION
OF
NASHUA HOMES CORPORATION
(Ohio corporation, Charter #557923)

filed in this office on the 16TH day of JULY A.D. 1980
and recorded on ~~(in)~~ Roll ~~(Volume)~~ E-775 ,Frame ~~(Page)~~ 1263 of
the Records of Incorporations.



WITNESS my hand and official seal at
Columbus, Ohio, this 29TH day
of JULY A.D. 1980

Anthony J. Celebrezze, Jr.

ANTHONY J. CELEBREZZE, JR.

Secretary of State