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LEATHERMAN, WITZLER, DECESSNA ET AL

200.00

ARF

WALNUT HILLS MOBILE HOME PARK, INC.

ARF

200.00

123615
LEATHERMAN, WITZLER, DECESSNA ET AL
ATT: W. M. LEATHERMAN
353 ELM ST.
PERRYSBURG, OH 43551

200.00

WALNUT HILLS MOBILE HOME PARK, INC.

E951-1293



Department of State

The State of Ohio

Anthony J. Celebrezze, Jr.
Secretary of State

580492

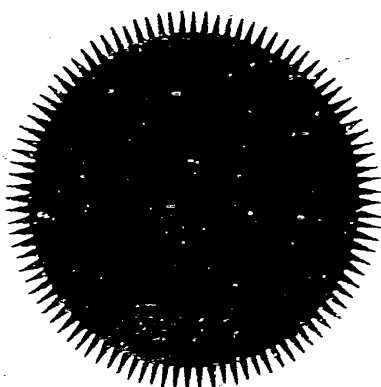
Certificate

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: ARF

of:

WALNUT HILLS MOBILE HOME PARK, INC.

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



Recorded on Roll E951 at Frame 1295 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 26TH day of AUG,
A.D. 1981.


Anthony J. Celebrezze, Jr.
Secretary of State

E-951-1293

ARTICLES OF INCORPORATION

OF

WALNUT HILLS MOBILE HOME PARK, INC.

APPROVED
By [Signature]
Date 8-26-81
Attest 200

We, citizens of the United States, desire to form a corporation for profit under the Revised Code of Ohio. We certify as follows:

FIRST: The name of the corporation is WALNUT HILLS MOBILE HOME PARK, INC.

SECOND: The location of its principal office is 30701 Drouillard Road, Walbridge, Wood County, Ohio 43465.

THIRD: The purpose or purposes for which it is formed are:

To acquire, construct, manage and operate a mobile home park, mobile home sales, and all things necessary and incident thereto.

The Corporation reserves the right substantially to change its purposes. If a change of purpose is authorized by the vote now or hereafter required by statute, dissenting shareholders shall not have appraisal or payment rights.

FOURTH: The authorized number of shares of the Corporation is Three Thousand (3000) common shares with par value.

Shares which are not pursuant to subscriptions taken by incorporators may be issued or agreed to be issued at any time and from time to time for such consideration or considerations as may be fixed by the Board of Directors. Any shares so issued, the consideration for which, as fixed by the incorporators or by the Board of Directors, has been paid or delivered, shall be full-paid and nonassessable.

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FIFTH: The amount of capital with which the corporation will begin business is FIVE HUNDRED DOLLARS (\$500.00).

SIXTH: The Corporation, by action of the Board of Directors and without action of shareholders, may purchase its shares for the purposes and/or to the extent permitted by law.

SEVENTH: The Board of Directors is authorized in its discretion to fix, determine and vary the amount of profits or surplus of the Corporation to be reserved as working capital, or for any other purpose, and to determine what amount of the funds of the Corporation, if any, may be expediently used in its business or declared in dividends to shareholders.

EIGHTH: A director shall not be disqualified from dealing or contracting with the Corporation as vendor, purchaser, employee, agent or otherwise; nor shall any transaction or contract or act of this Corporation be void or voidable or in any way affected or invalidated by the fact that any director or any firm of which any director is a member or any corporation of which any director is a shareholder, director or officer is in any way interested in such transaction or contract or act, provided the fact that such director or such firm or such corporation is so interested shall be disclosed or shall be known to the Board of Directors or such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such contract or transaction or act shall be taken; nor shall any such director be accountable or responsible to the Corporation for or in respect to any such transaction or contract or act of this Corporation or for any gains or profits realized by him by reason of the fact that he

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or any firm of which he is a member or any corporation of which he is a shareholder, director or officer is interested in such transaction or contract or act; and any such director may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize or take action in respect to any such contract, or transaction, or act, and may vote to authorize, ratify, or approve any such contract or transaction or act, with like force and effect as if he or any firm of which he is a member, or any corporation of which he is a shareholder, director or officer were not interested in such transaction or contract or act.

IN WITNESS WHEREOF, I have hereunto subscribed my name, this 21st day of August, 1981.

Cecil R. Adkins
CECIL R. ADKINS
Elizabeth A. Adkins
ELIZABETH A. ADKINS

STATE OF OHIO, COUNTY OF WOOD, ss:

Personally appeared before me, the undersigned, a Notary Public, in and for said County, this 21st day of August, 1981, the above named Cecil R. Adkins and Elizabeth A. Adkins, each of whom acknowledged the signing of the foregoing Articles of Incorporation to be their free act and deed, for the uses and purposes therein mentioned.

WITNESS my hand and official seal on the day and year last aforesaid.

Nancy L. Kemper
NOTARY PUBLIC, WOOD COUNTY, OHIO
My commission expires 11/10/81

Nancy L. Kemper
Notary Public

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APPOINTMENT OF AGENT

KNOW ALL MEN BY THESE PRESENTS, that Cecil R. Adkins, of 30701 Drouillard Road, Walbridge, Wood County, Ohio 43465, a natural person and resident of said County, being the County in which the principal office of Walnut Hills Mobile Home Park, Inc. is located, is hereby appointed as the person on whom process, tax notices and demands against said Walnut Hills Mobile Home Park, Inc. may be served.

WALNUT HILLS MOBILE HOME PARK, INC.

BY Cecil R. Adkins
Cecil R. Adkins
BY Elizabeth A. Adkins
Elizabeth A. Adkins
INCORPORATORS

Walnut Hills Mobile Home Park, Inc.
30701 Drouillard Road
Walbridge, Ohio 43465

Gentlemen:

I hereby accept the appointment as the representative of your Corporation upon whom process, tax notices or demands may be served.

Cecil R. Adkins
Cecil R. Adkins

STATE OF OHIO, COUNTY OF WOOD, ss:

Personally appeared before me, the undersigned, a Notary Public, in and for said County, this 21st day of August, 1981, the above named Cecil R. Adkins, who acknowledged the signing of the foregoing to be his free act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal on the day and year aforesaid.

Nancy L. Kemper
NOTARY PUBLIC, WOOD COUNTY, OHIO
My commission expires 11/10/81

Nancy L. Kemper
Notary Public

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LAW OFFICES
LEATHERMAN, WITZLER, DECESSNA & DOMBEY
353 ELM STREET
PERPYSBURG, OHIO
43551

August 21, 1981

WAYNE M. LEATHERMAN
EARL N. WITZLER
DONALD A. DECESSNA
PHILIP L. DOMBEY
JAMES H. HART
GERALD M. KOBIL

AREA CODE 419
PHONE 874-3536

CONFIDENTIAL

Secretary of State
State Office Bldg.
Columbus, Ohio 43215

Re: Articles of Incorporation
WALNUT HILLS MOBILE HOME PARK, INC.

Gentlemen:

We are enclosing herewith the Articles of Incorporation for Walnut Hills Mobile Home Park, Inc., along with their check in the amount of \$200 to cover the cost of the filing of same.

Please advise if you have any questions.

Very truly yours,

LEATHERMAN, WITZLER, DECESSNA & DOMBEY

Wayne M. Leatherman
Wayne M. Leatherman *wmb*

WML/nlk
Enclosures

