

M I HOMES INC
Form 305B2
March 05, 2013

Registration File No. 333-176088

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM T-1

STATEMENT OF ELIGIBILITY
UNDER THE TRUST INDENTURE ACT OF 1939
OF A CORPORATION DESIGNATED TO ACT AS TRUSTEE

☒ **CHECK IF AN APPLICATION TO DETERMINE ELIGIBILITY OF A TRUSTEE PURSUANT TO SECTION 305(b)(2)**

U.S. BANK NATIONAL ASSOCIATION

(Exact name of trustee as specified in its charter)

31-0841368

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(I.R.S. Employer

Identification No.)

800 Nicollet Mall, Minneapolis, Minnesota
(Address of principal executive offices)

55402
(Zip Code)

David Schlabach

U.S. Bank National Association

1350 Euclid Avenue

Cleveland, Ohio 44115

(216) 623-5987

(Name, address and telephone number of agent for service)

M/I Homes, Inc.

(Exact name of obligor as specified in its charter)

Ohio
(State or other jurisdiction of
incorporation or organization)

31-1210837
(I.R.S. Employer
Identification No.)

3 Easton Oval, Suite 500, Columbus, Ohio
(Address of principal executive offices)

43219
(Zip Code)

(See table of co-obligors on the following page)

Convertible Senior Subordinated Notes due 2018

and Guarantees of Convertible Senior Subordinated Notes due 2018

(Title of the indenture securities)

TABLE OF CO-OBLIGORS

The following direct and indirect wholly-owned subsidiaries of M/I Homes, Inc. are guarantors of M/I Homes, Inc.'s obligations under the Convertible Senior Subordinated Notes due 2018 and are co-obligors.

Exact name of co-obligor as specified in its charter*	State or other jurisdiction of	I.R.S. Employer
	incorporation or organization	Identification No.
MHO Holdings, LLC	Florida	75-3087795
MHO, LLC	Florida	75-3087795
M/I Homes First Indiana LLC	Indiana	31-1210837
M/I Homes of Central Ohio, LLC	Ohio	36-4530649
M/I Homes of Charlotte, LLC	Delaware	73-1668983
M/I Homes of Chicago, LLC	Delaware	41-2240732
M/I Homes of Cincinnati, LLC	Ohio	37-1466139
M/I Homes of DC, LLC	Delaware	73-1668967
M/I Homes of Florida, LLC	Florida	75-3087790
M/I Homes of Austin, LLC	Ohio	80-0739449
M/I Homes of Houston, LLC	Delaware	80-0569230
M/I Homes of Indiana, L.P.	Indiana	04-3661814
M/I Homes of Orlando, LLC	Florida	75-3087793
M/I Homes of Raleigh, LLC	Delaware	73-1668974
M/I Homes of San Antonio, LLC	Delaware	80-0687761
M/I Homes of Tampa, LLC	Florida	75-3087792
M/I Homes of West Palm Beach, LLC	Florida	75-3087794
M/I Homes Second Indiana LLC	Indiana	31-1210837
M/I Homes Service, LLC	Ohio	31-1626248
M/I Properties LLC	Ohio	31-1210837
Northeast Office Venture, Limited Liability Company	Delaware	31-1444839
Prince Georges Utilities, LLC	Maryland	27-2403139
The Fields at Perry Hall, L.L.C.	Maryland	52-2293749
Wilson Farm, L.L.C.	Maryland	52-2009441

* The address, including zip code, of each co-obligor's principal executive offices is the same as that of M/I Homes, Inc.

Item 1. General Information.

Furnish the following information as to the trustee:

- (a) Name and address of each examining or supervising authority to which it is subject.

Name
Comptroller of the Currency

Address
Washington, D.C. 20219

- (b) Whether it is authorized to exercise corporate trust powers.
Yes.

Item 2. Affiliations with the obligor.

If the obligor is an affiliate of the trustee, describe each such affiliation.

None.

Items 3-15. Items 3-15 are not applicable because, to the best of the trustee's knowledge, the obligor is not in default under any indenture for which the trustee acts as trustee.

Item 16. List of Exhibits.

List below all exhibits filed as a part of this statement of eligibility.

Exhibit

No.	Description
1	A copy of the articles of association of the trustee.*
2	A copy of the certificate of authority of the trustee to commence business.
3	A copy of the authorization of the trustee to exercise corporate trust powers.
4	A copy of the existing bylaws of the trustee.**
6	The consent of the trustee required by Section 321(b) of the Trust Indenture Act of 1939.
7	Report of condition of the trustee as of December 31, 2012 published pursuant to law or the requirements of its supervising or examining authority.

Filed herewith.

* Incorporated herein by reference to Exhibit 25.1 to Amendment No. 2 to the Registration Statement on Form S-4 of Revlon Consumer Products Corporation filed on November 15, 2005 (Registration No. 333-128217).

** Incorporated herein by reference to Exhibit 25.1 to the Registration Statement on Form S-4 of Easton-Bell Sports, Inc. filed on May 5, 2010 (Registration No. 333-166527).

SIGNATURE

Pursuant to the requirements of the Trust Indenture Act of 1939, the trustee, U.S. BANK NATIONAL ASSOCIATION, a national banking association organized and existing under the laws of the United States of America, has duly caused this statement of eligibility to be signed on its behalf by the undersigned, thereunto duly authorized, all in the City of Cleveland, State of Ohio, on the 26th day of February, 2013.

U.S. BANK NATIONAL ASSOCIATION

By: /s/ David Schlabach
David Schlabach
Vice President