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FLORIDA PROFIT CORPORATION OR P.A.

AFFORDABLE DREAM HOMES DEVELOPMENT CORPORATION

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Corporate Filing

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**Articles of Incorporation
Of
Affordable Dream Homes Development
Corporation**

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

**Article I
Name**

The Name of the corporation shall be:

Affordable Dream Homes Development Corporation

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**Article II
Address**

The address of the principal office of this corporation shall be 11434 SW 148 Street, Miami, Florida 33176 and the mailing address of the corporation the same.

**Article III
Nature of Business**

This corporation may engage in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state country, territory or nation.

Article IV Capital Stock

The Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

Article V Shareholders

The only shareholders of this corporation are:

J.L.Brown Development Corporation, owning 50 shares
O.C. International of Miami, Inc., Owning 50 Shares

Article VI Term of Existence

This corporation is to exist perpetually

Article VII Preemptive Rights

The Corporation elects to have preemptive rights.

Article VIII Directors

All corporate powers shall be exercised by or under the authority of , and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation . This corporation shall have Three Directors, initially. The name and street address of the initial member of the Board of Directors are:

James L. Brown, Sr 21831 SW 98 Avenue, Miami, Florida 33190
Giuliano Perazzini 9528 Bay Drive, Surfside, Florida 33154

Article IX Officers

The officers of the corporation shall be a President, A Vice President, a secretary, Treasurer and such other officers may be elected by the Board of Directors from time to time. Two or more offices may be held by the same person, except that the same person may not be President and Secretary simultaneously. The officers shall be elected in accordance with the By Laws of the Corporation. The names of the officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

James L. Brown, Sr.	President
Giuliano Perazzina,	Vice President
Teresa R. Brown,	Secretary
Angelo Pizzuta,	Treasurer

Article X Registered Office and Agent

The street address of the registered office of the Corporation in the State of Florida is: 11434 SW 148 Street, Miami, Florida 33176 and the name of its initial registered agent at such address shall be James L. Brown, Sr.

Article XI By Laws

The power to adopt, alter, amend, repeal, rescind or adopt new By Laws, shall be vested in the Board of Directors of this Corporation, and shall be by majority vote. The by-laws of this corporation shall be for the government of the corporation, provided the same is not inconsistent with the Articles of Incorporation or contrary to the laws of this State or of the United States.

Article XII Amendments

The corporation, through its Board of Directors, reserves the right to amend, repeal, alter or change any provision contained in these Articles of Incorporation, or any amendments to them, in the manner now or hereafter prescribed by statute, and all rights and privileges conferred upon shareholders, Officers and Directors are subject to this reservation.

Proposed amendments may be voted on at any annual meeting or special meeting by a two thirds vote of the members present, provided that a full reading of the proposed changes (or a printed distribution of the same) shall have been made in connection with the call of meeting. All amendments must be approved in writing by the Board of Directors before becoming effective.

Article XIII Indemnification

The corporation shall indemnify and advance expenses to (to the fullest extent authorized or permitted by law) to any person made or threatened to be made, a party to any action, suit or proceeding, by reason of the fact that the person is or was an officer or Director of the corporation or is or was serving at the request of the corporation as a Director or Officer of another corporation, partnership, joint venture, trust, or other enterprise.

Unless otherwise prohibited by law, and except as otherwise provided in the foregoing paragraph, the Board of Directors of the corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify or advance expenses to any person made or threatened to be made a party to any action, suit or proceeding by reason of the facts stated above.

Article XIV Incorporators

The name and addresses of the incorporators are:

1. J.L. Brown Development Corporation
21831 SW 98 Avenue
Miami, Florida 33190
2. O.C. International of Miami, Inc.
9528 Bay Drive
Surfside, Florida 33154

In Witness Whereof, the undersigned has hereunto set their hands and seal on this 21 day of November, 2000.

J.L. Brown Development Corporation
A Florida Corporation

By 
James L. Brown, Sr., President

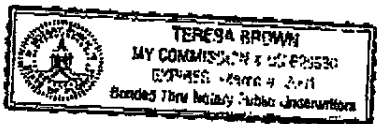
O.C. International of Miami, Inc.
A Florida Corporation

By 
Giuliano Perazzini, President

State of Florida)
)as
County of Miami -Dade)

Before me personally appeared James L. Brown, Sr and Giuliano Perazzini, who produced Drivers License and Passport as identification respectively, and who executed the foregoing Articles of Incorporation, and acknowledge to and before me, that they executed same on behalf of J.L. Brown Development Corporation and O.C. International of Miami, Inc., respectively, for the purpose therein expressed.

Witness my hand and official seal, this 21st day of November 2000, in the aforesaid County and State.



Teresa Brown
Notary Public

My Commission expires:

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, AND NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to the provisions of F. S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida:

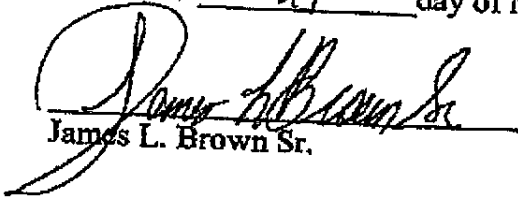
That Affordable Dream Homes Development Corporation desiring to qualify under the laws of the State of Florida, with its principal place of business, 11434 SW 148 Street, Miami, Florida 33176, has appointed James L. Brown, Sr. as its Registered Agent to accept service of process within the State of Florida.

Acceptance

Having been named as registered agent and designated to accept service of process for the above named corporation, I hereby accept the appointment as registered agent and agree to act in this capacity.

I DO HEREBY AGREE TO ACT IN THIS CAPACITY AND agree to comply with the provisions of all statues relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Dated this 21 day of November, 2000.


James L. Brown Sr.

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