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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCT 22 12:50

CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 938701 4311473

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 78.75

ORDER DATE : October 22, 2004

ORDER TIME : 10:21 AM

ORDER NO. : 938701-010

File Second

CUSTOMER NO: 4311473

CUSTOMER: Ms. Jackie Gerstenfeld
Stearns Weaver Miller
Weissler Alhadeff & Sitterson,
Suite 2200, Museum Tower
150 West Flagler Street
Miami, FL 33130

DOMESTIC FILING

NAME: INTERDEVCO GABLES COURT, INC.

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: ___________

Interdevco Gables Court, LLC
6880 S.W. 44th Street, Suite 100
Miami, Florida 33155

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Dear Sir/Madame:

The undersigned Members of Interdevco Gables Court, LLC submit Articles of Dissolution to voluntarily dissolve the company. Also enclosed for filing with the Department of State are the Articles of Incorporation of Interdevco Gables Court, Inc.

The ownership structure of the new corporation is the same as the ownership structure of the limited liability company. Therefore, the members of the limited liability company consent to the use of the name Interdevco Gables Court, Inc. by the new corporation and request that the Department of State approve and file the Articles of Incorporation.

Very truly yours,

Jose M. Suriol

Lyn C. Witmer de Suriol

FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 25, 2004

RESUBMIT

CSC

,

SUBJECT: INTERDEVCO GABLES COURT, INC.
Ref. Number: W04000039215

We have received your document for INTERDEVCO GABLES COURT, INC.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 304A00061243

04 OCT 26 PM 12:44

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

INTERDEVCO GABLES COURT, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND ADDRESS

The name of this corporation is **INTERDEVCO GABLES COURT, INC.** (the ACorporation"). The address of the principal office and the mailing address of the Corporation is 6880 S.W. 44th Street, Suite 100, Miami, Florida 33155.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock, all of which are to have a par value of One Dollar ($1.00) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

Name	Address
Jose M. Suriol	6880 S.W. 44th Street, Suite 100 Miami, Florida 33155

ARTICLE V - COMMENCEMENT

The Corporation shall commence upon filing of these articles.

ARTICLE VI - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of one person. The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The name and address of the sole member of the initial Board of Directors of the Corporation is:

Name	Address
Jose M Suriol	6880 S.W. 44th Street, Suite 100 Miami, Florida 33155
Lyn C. Witmer de Suriol	6880 S.W. 44th Street, Suite 100 Miami, Florida 33155

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

Name	Address
Jose M. Suriol	6880 S.W. 44th Street Suite 100 Miami, Florida 33155

ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 1ST Day of July, 2004.

Jose M. Suñol, Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

Jose M. Suñol, Registered Agent

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