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TO: DIVISION OF CORPORATIONS FROM: HELLER & BARNETT CORPORATE SERVICES

DEPARTMENT OF STATE 1214 N UNIVERSITY DR
STATE OF FLORIDA PLANTATION FL 33322-0
409 EAST GAINES STREET

94 TALLAHASSEE, FL 32399 CONTACT: BRIAN K BARNETT
FAX: (904) 922-4000 PHONE: (954) 475-0484
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: KOLLER VILLAS, INC.
FAX AUDIT NUMBER: H96000005273 CURRENT STATUS: REQUESTED
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TALLAHASSEE, FLORIDA

[Signature] 4/15

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GENERAL

ARTICLES OF INCORPORATION

OF

KOLLER VILLAS, INC.

ARTICLE I - CORPORATE NAME

The name of the corporation is KOLLER VILLAS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred (500) of Common Stock at \$1.00 par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

FLORENCE C. FITTING 4212 SEAGRAPE DRIVE
LAUDERDALE BY THE SEA, FLORIDA 33308

(Note: Both principal address and agents address are the same.)

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (one) directors initially. The number of directors may be either increased or diminished from time to time by the By - Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

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(2)

FLORENCE C. FITTING 4212 SEAGRAPE DRIVE
LAUDERDALE BY THE SEA, FLORIDA 33308

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these
Articles of Incorporation are as follows:

FLORENCE C. FITTING 4212 SEAGRAPE DRIVE
LAUDERDALE BY THE SEA, FLORIDA 33308

IN WITNESS WHEREOF, the undersigned subscriber(s) have
executed these Articles of Incorporation this 9TH day of
April, 1996.

Florence C. Fitting

STATE OF FLORIDA)
COUNTY OF BROWARD) 56

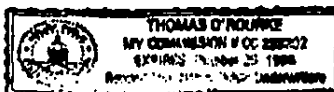
before me, a Notary Public authorized to take
acknowledgments in the State and County set forth above,
personally appeared before me, Florence Fitting known to me
and known to be the person(s) who executed the foregoing
Articles of Incorporation, and who acknowledged before me
that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal,
in the State and County aforesaid, this 9th Day of April,
1996.

[Signature]

MY COMMISSION EXPIRES:

(NOTARY SEAL)



**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

Certificate of Registered Agent

OR

ROLLER VILLAS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Pursuant to Florida Statutes Sections 49.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation 4212 Seagrape drive, Lauderdale by the Sea, Florida 33308, has named Florence Fitting located at the aforesaid address as its registered agent to accept service of process in this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Florence C. Fitting

Florence C. Fitting, Registered Agent