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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: ZUCKERMAN HOMES OF THE PALM BEACHES, INC. AUDIT NUMBER.....H98000009916
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

ZUCKERMAN HOMES OF THE PALM BEACHES, INC.

ARTICLE I

NAME

The name of this corporation shall be:

ZUCKERMAN HOMES OF THE PALM BEACHES, INC.

ARTICLE II

PRINCIPAL OFFICE

The initial principal office of this corporation shall

be:

6351 San Michel Way
Delray Beach, Florida 33484

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of
common stock, which shall be designated "Common Shares".

PREPARED BY:
PETER M. HODKIN, ESQ.
2101 W. COMMERCIAL BLVD., STE. 4100
FORT LAUDERDALE, FLORIDA 33309
FLORIDA BAR NO. 287814
TELEPHONE: (954) 735-0000

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2101 West Commercial Boulevard, Suite 4100, Fort Lauderdale, Florida 33309, and the initial registered agent of this corporation at that address is Peter M. Hodkin.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have three Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws but there shall never be less than three directors. The names and addresses of the initial Directors of this corporation are:

Andrew Zuckerman	6351 San Michel Way Delray Beach, FL 33484
David Zuckerman	6351 San Michel Way Delray Beach, FL 33484
Steven Zuckerman	6351 San Michel Way Delray Beach, FL 33484

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles is Peter M. Hodkin, 2101 West Commercial Blvd., Suite 4100, Fort Lauderdale, Florida 33309.

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ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28th day of May, 1998.




PETER M. HODKIN

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 28th DAY OF MAY, 1998.



PETER M. HODKIN

98 MAY 28 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATES OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared PETER M. HODKIN, known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of ZUCKERMAN HOMES OF THE PALM BEACHES, INC., and he acknowledged before me that he executed those Articles of Incorporation. He is personally known to me.

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IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal in the county and state aforesaid this
26 day of May, 1998.

Madelin Posen
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

53241



Madelin Posen
MY COMMISSION EXPIRES
May 21, 2000
FORBID TWO THIRTS (INFORMED, NO.

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SECRETARY OF STATE
FALLAHASSEE, FLORIDA

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