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Audrey Kuncl-De Vivo
12786 Spinnaker Lane

Wellington, FL 33414

October 2, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV -1 AM 9:31

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Wellington Homesitters Unlimited, Inc.

Dear Sir or Madam:

Enclosed please find a check in the amount of \$122.50 for the filing of the enclosed Articles of Incorporation for the above referenced entity. In that regard, I am enclosing a copy of the Articles so that you may return the certified copy to my attention.

Thank you for your immediate attention to this matter.

Sincerely yours,

Audrey Kuncl-De Vivo

Audrey Kuncl-De Vivo

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ARTICLES OF INCORPORATION

OF

WELLINGTON HOMESITTERS UNLIMITED, INC.

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DIVISION OF CORPORATIONS

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The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be WELLINGTON HOMESITTERS UNLIMITED, INC. (the "Corporation").

ARTICLE II

Mailing Address

The mailing address of the Corporation is 12786 Spinnaker Lane, Wellington, FL 33414.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue Ten Thousand (10,000) shares of One Cent (\$0.01) par value common stock.

ARTICLE V

Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 12786 Spinnaker Lane, Wellington, Florida 33414, and the name of the initial registered agent of this Corporation at that address is Audrey Kunch-De Vivo.

ARTICLE VIII

Board of Directors

This Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

The name and address of the initial directors of this Corporation are as follows:

Audrey KuncI-De Vivo
12786 Spinnaker Lane
Wellington, FL 33414

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

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

ARTICLE XI

Incorporator

The name and address of the person signing these Articles is as follows: Audrey KuncI-De Vivo.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th day of October, 2000.

Audrey KuncI-De Vivo

Audrey KuncI-De Vivo, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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CERTIFICATE DESIGNATING PLACE OF BUSINESS

OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA.

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT WELLINGTON HOMESITTERS UNLIMITED, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICES AT 12786 SPINNAKER LANE, WELLINGTON, FLORIDA 33414 HAS NAMED AUDREY KUNCL-DE VIVO, LOCATED AT 12786 SPINNAKER LANE, WELLINGTON, FLORIDA, 33414 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Audrey Kuncl-De Vivo

AUDREY KUNCL-DE VIVO, Incorporator

10/8/00

(Date)

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, INCLUDING THE PROVISIONS OF SECTION 607.0505, FLORIDA STATUTES.

Audrey Kuncl-De Vivo

AUDREY KUNCL-DE VIVO, Registered Agent

10/8/00

(Date)