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R E ER

TO: Registration Section
Division of Corporations

T: HOMES FOR AMERICA HOLDINGS, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Daniel G. Hayes, Esq.

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-01/24/02--01018--013
*****87.50 *****87.50

Daniel G. Hayes, Attorney at Law (Name of Person)

9324 West Street, Suite 101 (Firm/Company)

Manassas, Virginia 20110-5198 (Address)

(City/State and Zip code)

For further information concerning this matter, please call:

Daniel G. Hayes, Esq.

(Name of Person)

at (703) 368-0707

(Area Code & Daytime Telephone Number)

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 TALLAHASSEE, FLORIDA

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee
 ☐ \$78.75 Filing Fee & Certificate of Status
 ☐ \$78.75 Filing Fee & Certified Copy
 ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION FOR INCORPORATION FOR AUTHORIZATION TO TRANSACT
IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. HOMES FOR AMERICA HOLDINGS, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Nevada 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 9, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 2002
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. One Odell Plaza
Yonkers, New York 10701 (Principal office address)

(Current mailing address)
8. To transact any lawful business, or to promote or conduct any legitimate object
or purpose, subject to applicable laws
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: ROBERT M. KOHN
Office Address: c/o Country Lakes Leasing Office
6010 Sherwood Glen Way
West Palm Beach, Florida 33415
(City) (Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

Additional Directors

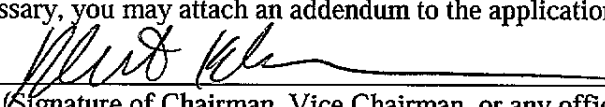
A. DIRECTORS

Chairman:	Robert A. MacFarlane	Joel S. Heffron
Address:	One Odell Plaza	8929 Wilshire Boulevard, Ste. 214
	Yonkers, New York 10701	Beverly Hills, California 90211
Vice Chairman:	n/a	
Address:	Daniel G. Hayes, Esq.	
	9324 West Street, Suite 101	
	Manassas, Virginia 20110-5198	
Director:	Robert M. Kohn	
Address:	6010 Sherwood Glen Way	
	West Palm Beach, Florida 33415	
Director:	R. Karim Chowdhury	
Address:	One Odell Plaza	
	Yonkers, New York 10701	

B. OFFICERS

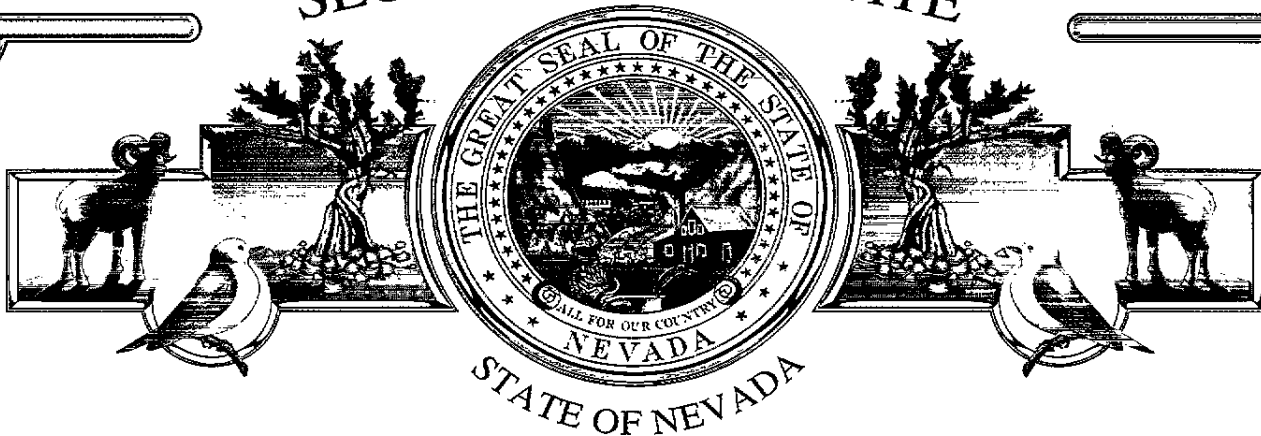
President:	Robert A. MacFarlane
Address:	One Odell Plaza
	Yonkers, New York 10701
Vice President:	Robert M. Kohn
Address:	6010 Sherwood Glen Way
	West Palm Beach, Florida 33415
Secretary:	R. Karim Chowdhury
Address:	One Odell Plaza, Yonkers, New York 10701
Treasurer:	Yonkers, New York 10701 R. Karim Chowdhury
Address:	One Odell Plaza, Yonkers, New York 10701

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert M. Kohn, Vice President
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **HOMES FOR AMERICA HOLDINGS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 9, 1996, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on December 21, 2001.



Dean Heller

DEAN HELLER
Secretary of State

By

acqueline wright
Certification Clerk