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JULIAN K. DOMINICK, JR.

ATTORNEY AT LAW

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ORLANDO, FLORIDA 32803

TELEPHONE (407) 895-8502

March 1, 2000

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

900003159049--1
-03/06/00-01135--003
****122.50 *****78.75

Re: RESIDENTIAL AMERICA, INC.

Gentlemen:

We enclose proposed Articles of Incorporation, in duplicate, for the above corporation.

Also enclosed is a check in the amount of \$122.50 to cover the filing fee, registered agent fee and certified copy.

Very truly yours,


JULIAN K. DOMINICK, JR.

JKDjr:md
Enclosures

FILED
00 MAR -6 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

14

ARTICLES OF INCORPORATION
OF
RESIDENTIAL AMERICA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is: RESIDENTIAL AMERICA, INC.

ARTICLE II. PURPOSE

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

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE IV. PRINCIPAL OFFICE, MAILING
ADDRESS, INITIAL REGISTERED OFFICE AND AGENT

The principal office of this corporation is located at 616 Sheridan Blvd., Orlando, Florida 32804.

The mailing address of the corporation is 616 Sheridan Blvd., Orlando, Florida 32804.

The street address of the corporation's initial registered office is 616 Sheridan Blvd., Orlando, Florida 32804 and the name of the initial registered agent at that office is Robert B. Adams.

ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either be increased or diminished from time to time by the by-laws. The name and address of the initial director of this corporation are:

Robert B. Adams

616 Sheridan Blvd.
Orlando, Florida 32804

ARTICLE VI. INCORPORATOR

The name and address of the person signing these Articles are:

Robert B. Adams

616 Sheridan Blvd.
Orlando, Florida 32804

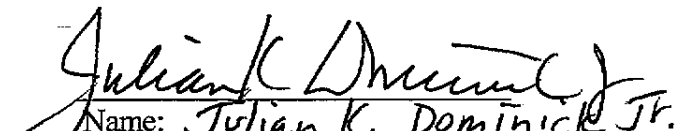


ROBERT B. ADAMS

STATE OF FLORIDA
COUNTY OF ORANGE

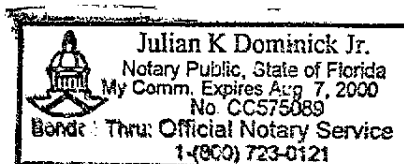
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared ROBERT B. ADAMS, to me well known to be described as Subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation. He is personally known to me or has produced driver's license as identification and did take oath.

WITNESS my hand and official seal in the County and State named above, this 2 day of March, 2000.



Name: Julian K. Dominick Jr.
Notary Public

My Commission Expires:



FILED
00 MAR -6 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

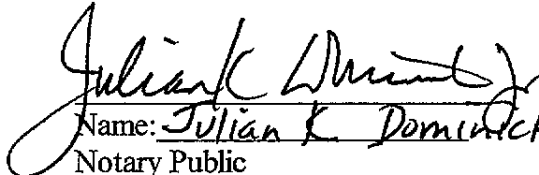
Name of corporation: RESIDENTIAL AMERICA, INC.

The undersigned, ROBERT B. ADAMS, hereby acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for RESIDENTIAL AMERICA, INC.


ROBERT B. ADAMS

STATE OF FLORIDA
COUNTY OF ORANGE

THE FOREGOING INSTRUMENT was acknowledged before me this 2 day of March, 2000, by ROBERT B. ADAMS, who is personally known to me or who has produced a driver's license as identification and who took an oath.


Name: Julian K. Dominick, Jr.
Notary Public

My Commission Expires:

