

Document Number only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

900003198199--7
-04/06/00--01056--009
*****70.00 *****70.00

CORPORATION(S) NAME

International Florida Homes Corporation

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC	<input type="checkbox"/> CUS
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgement
W.P. Verifier

04/06/00

~~FILE FIRST~~

FILED
00 APR -6 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 APR -6 AM 11:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. SMITH APR 06 2000

**ARTICLES OF INCORPORATION OF
INTERNATIONAL FLORIDA HOMES CORPORATION**

Pursuant to Chapter 607 of the Florida Business Corporation Act, for the purpose of forming a corporation, the undersigned incorporator hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: INTERNATIONAL FLORIDA HOMES CORPORATION

ARTICLE II

The mailing address and principal place of business of this corporation shall be: 75 Valencia Avenue, 4th Floor, Coral Gables, Florida 33134

ARTICLE III

The corporation is authorized to issue one class of stock, that being 100,000 shares of Voting Common Stock with \$1 par value. The transfer of these shares will be governed by the bylaws of the corporation.

ARTICLE IV

The name and address of the corporation's initial registered agent is:

Carlos Villanueva
75 Valencia Avenue, 4th Floor
Coral Gables, Florida 33134

ARTICLE V

The corporation's initial Board of Directors shall consist of one Director whose name and address is:

Andres Mojica
75 Valencia Avenue, 4th Floor
Coral Gables, Florida 33134

FILED
00 APR -6 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The name and street address of the incorporator of these Articles of Incorporation is:

Jorge Gurian
7101 SW 102nd Avenue
Miami, FL 33173

ARTICLE VII

The name and address of the initial officer of the corporation is as follows:

Andres Mojica
President, Secretary
75 Valencia Avenue, 4th Floor
Coral Gables, Florida 33134

ARTICLE VIII


The corporation will be authorized to undertake any legal and valid business purpose as recognized under the laws of the State of Florida.

ARTICLE IX

No Director shall be held liable to the corporation or its shareholders for its monetary damages due to a breach of fiduciary duty, unless the breach is a result of intentional misconduct, self dealing or illegal actions.

That the undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

The undersigned incorporator, Jorge Gurian, has executed these Articles of Incorporation on this 5th day of April, 2000.



JORGE GURIAN
INCORPORATOR

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND A REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: INTERNATIONAL FLORIDA HOMES CORPORATION

2. The name and the Florida street address of the initial registered agent are:

Carlos Villanueva
601 Brickell Key Drive, Suite 705
Miami, Florida 33131

Having been named as registered agent and to accept service of process for International Florida Homes Corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


CARLOS VILLANUEVA

FILED
00 APR -6 PM 12: 35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA