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H. IRWIN LEVY  
RETIRED

September 15, 2000

Via Federal Express delivery

State of Florida  
Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

FILED  
00 SEP 18 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: Articles of Incorporation for  
Sunland Homes at Phillips Cove, Inc.

9000003397169--9  
-09/18/00--01143--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed is the original and copy of Articles of Incorporation for the above-referenced corporation, together with a check covering the fees and charges as follows: Filing fee (\$35.00), Certified Copy Fee (\$8.75) and the Registered Agent Designation Filing Fee (\$35.00); for a total \$78.75.

Please return a certified copy of the filed Articles to the undersigned using the Federal Express material provided.

If you have any questions or problems, please contact me immediately. Thank you.

Sincerely yours,



Eleanor B. Halperin

EBH:trc  
Enc.

cc: Frank Young  
w/o enc.



**ARTICLES OF INCORPORATION**

**OF**

**SUNLAND HOMES AT PHILLIPS COVE, INC.**

FILED  
00 SEP 18 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I -- NAME AND PRINCIPAL OFFICE**

The name of the corporation shall be SUNLAND HOMES AT PHILLIPS COVE, INC. The principal office and mailing address of the corporation is 6823 VISTA PARKWAY NORTH, WEST PALM BEACH, FL 33411.

**ARTICLE II -- DURATION**

The corporation shall have perpetual existence.

**ARTICLE III -- PURPOSE**

The purpose of this corporation is engaging in any activity or business permitted under the laws of the United States or of this State.

**ARTICLE IV -- CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of capital stock with a par value of \$1.00 per share.

**ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT**

The street address in this state of the initial registered office of the corporation is 1400 Centrepark Blvd., Suite 1000, West Palm Beach, Florida 33401, and the name of the initial registered agent at such address is Eleanor B. Halperin.

**ARTICLE VI -- INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of ONE (1) member. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors are:

Frank Young  
6823 Vista Parkway North, West Palm Beach, FL 33411

**ARTICLE VII -- INCORPORATOR**

The name and address of the person signing these Articles is: Eleanor B. Halperin, Esq., 1400 Centrepark Blvd., Suite 1000, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15<sup>th</sup> day of September, 2000.

  
\_\_\_\_\_  
Eleanor B. Halperin

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTRATION OFFICE

FILED  
00 SEP 18 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name and principal office and mailing address of the corporation is:

SUNLAND HOMES AT PHILLIPS COVE, INC.  
6823 VISTA PARKWAY NORTH, WEST PALM BEACH, FL 33411

2. The name and address of the registered agent and office is:

ELEANOR B. HALPERIN, ESQ.  
1400 Centrepark Boulevard, Suite 1000  
West Palm Beach, FL 33401

  
ELEANOR B. HALPERIN, Incorporator

Sept 15, 2000  
Date

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated 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.

Dated: Sept 15, 2000

  
ELEANOR B. HALPERIN