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CORPORATE
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INC.

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Articles

1.) Schwab Luxury Homes, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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**ARTICLES OF INCORPORATION
OF
SCHWAB LUXURY HOMES, INC.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, desiring to form a corporation in the State of Florida, in accordance with the Florida Business Corporation Act, adopts the following Articles of Incorporation for the corporation:

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation is Schwab Luxury Homes, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT**

The address of the corporation's principal office is 301 South Millview Way, Ponte Vedra Beach, Florida 32082. The name of the initial registered agent of the corporation, located at that office is Peter W. Schwab.

**ARTICLE III
DURATION**

The period of the corporation's duration shall be perpetual until dissolved on a vote of the shareholders as provided in these Articles.

**ARTICLE IV
PURPOSE**

This corporation is organized for the following purpose:

To engage in any lawful business permitted by the State of Florida

**ARTICLE V
CAPITAL STOCK**

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 100 shares. These shares shall be of a single class of common stock, and shall have no par value.

**ARTICLE VI
CORPORATE POWERS**

The corporation shall have all the rights and powers now or subsequently conferred on corporations by the laws of the State of Florida.

**ARTICLE VII
INCORPORATIONS**

The name and street address of the person signing these Articles of Incorporation as an incorporator is:

Name

Address

Peter W. Schwab

301 South Millview Way
Ponte Vedra Beach, FL 32082

**ARTICLE VIII
DIRECTORS**

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the name and address of the initial directors are:

Name

Address

Peter W. Schwab

301 South Millview Way
Ponte Vedra Beach, FL 32082

The initial directors shall hold office until his successors are elected and qualified as provided in the Bylaws. Then the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth in these Articles of Incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

**ARTICLE IX
BYLAWS**

The initial directors shall submit the proposed Bylaws to the shareholders at a meeting to be held for that purpose not more than forty-five (45) days following the issuance of the Certificate of Incorporation. Following the adoption of Bylaws by affirmative vote of three-fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the Bylaws.

**ARTICLE X
DISSOLUTION**

The corporation may be dissolved at any time by the affirmative vote of the holders of at least three-fourths of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

The undersigned incorporator of this corporation has executed these Articles of Incorporation at Jacksonville, Florida on May 3, 2001



Peter W. Schwab

STATE OF FLORIDA
COUNTY OF DUVAL

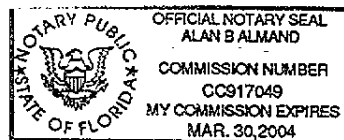
The foregoing instrument was acknowledged before me this 3rd day of May, 2001 by Peter W. Schwab who is personally known to me.



Notary Public, State of Florida


Print Name:

My Commission Expires:



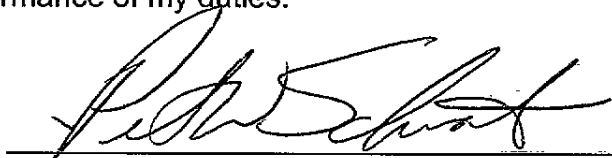
CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT
FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with FLA. STAT. Sections 48.091 and 607.0501, the following is submitted: **Schwab Luxury Homes, Inc.** desiring to organize or qualify under the laws of the State of Florida, hereby designates Peter W. Schwab, its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 301 Millview Way, Ponte Vedra Beach, Florida 32082.


Peter W. Schwab

Dated: May 3, 2001

Having been named 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 agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Peter W. Schwab

Dated: May 3, 2001

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