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ACCOUNT NO. : 072100000032

REFERENCE : 146116 5884A

AUTHORIZATION :

COST LIMIT : \$ 78.75

2001 MAY 10 PM 1:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ORDER DATE : May 10, 2001

ORDER TIME : 12:54 PM

ORDER NO. : 146116-005

CUSTOMER NO: 5884A

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CUSTOMER: Mr. John E. Naclerio, Iii
Alan Francis Ruf, Esq

International Bldg., Ph E
2455 East Sunrise Boulevard
Fort Lauderdale, FL 33304

DOMESTIC FILING

NAME: ~~DOLPHIN REALTY OF FLORIDA,~~
~~INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

RECEIVED
01 MAY 10 PM 1:37
DIVISION OF CORPORATION

W01-10664



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 10, 2001

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: DOLPHIN REALTY OF FLORIDA, INC.
Ref. Number: W01000010664

RESUBMIT

Please give original
submission date as file date.

2001 MAY 10 PM 4:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We have received your document for DOLPHIN REALTY OF FLORIDA, INC. .
However, the enclosed document has not been filed and is being returned to you
for the following reason(s):

The name designated in your document is unavailable since it is the same as, or
it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One
or more major words may be added to make the name distinguishable from the
one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850)
487-6915.

Pamela Smith
Document Specialist
New Filings Section

Letter Number: 301A00028351

ARTICLES 'OF' INCORPORATION

OF

DOLPHIN HOMES & REALTY, INC.

2001 MAY 10 PM 4:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of Dolphin Realty of Florida, Inc. (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of the Corporation is Dolphin Homes & Realty, Inc., and the street address of the initial principal office of the Corporation is 16105 88th Road North, Loxahatchee, Florida 33470.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 16105 88th Road North, Loxahatchee, Florida 33470, and the name of the initial Registered Agent of the Corporation at that address is Daniel Goulet.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) Directors to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The names and addresses of the initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Gerald Holt	16105 88 th Road North Loxahatchee, Florida 33470
Daniel Goulet	16105 88 th Road North Loxahatchee, Florida 33470

ARTICLE VII

OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed are:

<u>Name/Office</u>	<u>Address</u>
Gerald Holt President/Treasurer	16105 88 th Road North Loxahatchee, Florida 33470
Daniel Goulet Vice President/Secretary	16105 88 th Road North Loxahatchee, Florida 33470

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator is Alan Francis Ruf, Esquire, Law Offices of Alan Francis Ruf, 2455 East Sunrise Boulevard, Penthouse East, Fort Lauderdale, Florida 33304.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal on this 7 day of May, 2001.


ALAN FRANCIS RUF

2001 MAY 10 PM 4:46
SEAL OFFICE OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, the undersigned authority, personally appeared ALAN FRANCIS RUF, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he freely and voluntarily acknowledges before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Broward County, State of Florida, this 7 day of May, 2001.



John Naclerio
MY COMMISSION # CC730354 EXPIRES
April 2, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Print: JOHN NACLERIO
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for Dolphin Homes & Realty, Inc., at the place designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and the undersigned is familiar with and accepts the obligations of my position as Registered Agent.

Dated: May 07, 2001.


DANIEL GOULET