

LAW OFFICES OF
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May 7, 2001

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PO1000049106

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-05/11/01--01092--001
*****75.00 *****70.00

Re: MADISON HOMES, INC.

Gentlemen:

Enclosed is our check in the amount of \$75.00. Please file the attached corporation for MADISON HOMES, INC., and return a copy of the Articles to this office when filed.

Thank you.

Very truly yours,


JEFF TOMBERG

JeT/ah

FILED
01 MAY 11 AM 7:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Burch MAY 17 2001

ARTICLES OF INCORPORATION

of

MADISON HOMES, INC.

01 MAY 11 AM 7:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Article I -- Name

The name of this corporation is MADISON HOMES, INC.

Article II -- Duration

This corporation shall exist for a perpetual period of time.

Article III -- Purpose

This corporation is organized for the purpose of building homes, offices and other residential and commercial buildings, and transacting any and all business which may be permitted under the laws of the State of Florida, and approved by the Board of Directors.

Article IV -- Capital Stock

This corporation is authorized to issue 100 shares of common stock at ten (\$10.00) dollar par value.

Article V -- Capital Stock Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Article VI -- Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to

purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VII -- Initial Registered Office and Agent

The street address of the initial registered office of this corporation is . The name of the initial registered agent of this corporation at that address is TODD GERST.

Article VIII -- Principal Place of Business

The initial principal place of business is 9180 Perth Rd., Lake Worth, FL 33467. The mailing address is 9180 Perth Rd., Lake Worth, FL 33467.

Article IX -- Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one.

The names and addresses of the initial directors of this corporation are as follows:

TODD GERST
9180 Perth Road
Lake Worth, FL 33467

TANIA GERST
9180 Perth Road
Lake Worth, FL 33467

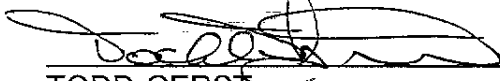
Article X -- Incorporator

The names and addresses of the persons signing these articles are:


TODD GERST
9180 Perth Road
Lake Worth, FL 33467

TANIA GERST
9180 Perth Road
Lake Worth, FL 33467

IN WITNESS WHEREOF, the undersigned subscribers have executed these
Articles of Incorporation this ____ day of May, 2001.



TODD GERST LS



TANIA GERST LS

STATE OF FLORIDA

COUNTY OF PALM BEACH

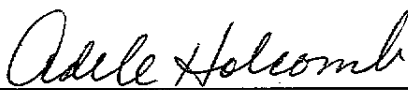
BEFORE ME, the undersigned authority, duly licensed to administer oaths and
take acknowledgements, personally appeared **TODD GERST and TANIA GERST**, who

XX are personally known to me

____ produced _____ as identification

who after being duly sworn, on oath deposes and says that they has read the foregoing,
and the facts contained therein are true to the best of their knowledge.

SWORN TO and subscribed before me this 8th day of May, 2001.



NOTARY PUBLIC, State of Florida
My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted pursuant to F.S. 48.091.

MADISON HOMES, INC., organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 9180 Perth Road, Lake Worth, FL 33467, has named TODD GERST, located at 9180 Perth Rd., Lake Worth, FL 33467 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in the Certificate, I hereby agree to accept in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


TODD GERST

LS

01 MAY 11 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA