

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(904) 222-8870 • 1-800-342-8062 • Fax (850) 222-1222

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A + F Housing and Development, Inc.

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*****78.75 *****78.75

X

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

X

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

FILED
MAY 29 AM 11:34
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
MAY 29 PM 10:58
DIVISION OF CORPORATIONS

J. BRYAN MAY 29 2001

FILED
01 MAY 29 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
A & F HOUSING AND DEVELOPMENT, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is A & F HOUSING AND DEVELOPMENT, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE

The street address of the principal office of the Corporation is 2491 SE DIXIE HIGHWAY, STUART, FL 34996. The initial registered office of the Corporation is 2491 SE DIXIE HIGHWAY, STUART, FL 34996, and the name of its registered agent is CHAD ACRES.

ARTICLE SIX

The number of Directors constituting the initial Board of Directors of the Corporation is two (2).

ARTICLE SEVEN

The Corporation shall indemnify any present or former officers or directors, or persons exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE EIGHT

The power to adopt, alter, amend or repeal the By-laws shall be vested in the Board of Directors or the Shareholders, but the Board of Directors may not alter, amend or repeal any By-laws adopted by the Shareholders if the Shareholders provide that the By-laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE NINE

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the Corporation outstanding, in any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.


ARTICLE TEN


The name and address of the Incorporator is:

RICHARD FABER	5320 SE BURNING TREE CIRCLE STUART, FL 34997
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CHAD AKERS	2491 SE DIXIE HIGHWAY STUART, FL 34996
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The foregoing Articles of Incorporation for A & F HOUSING AND DEVELOPMENT, INC., have been executed by the undersigned at George B. Hough Jr., P.A. this 18th day of May, 2001.


Chad Acres, Incorporator

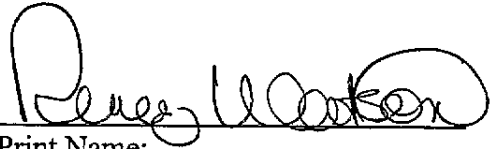

Richard Faber, Incorporator

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation for A & F HOUSING AND DEVELOPMENT, INC., was acknowledged before me this 18th day of May, 2001, by Chad Acres, who is personally known to me or has produced a driver's license for identification.



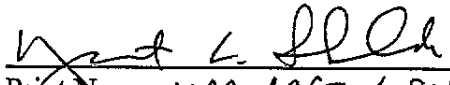
Renee Watson
Commission # CG 815568
Expires Apr. 24, 2003
Bonded Thru
Atlantic Bonding Co., Inc.


Print Name:
Notary Public, State of Florida
My Commission Expires:

STATE OF MICHIGAN

COUNTY OF

The foregoing Articles of Incorporation for A & F HOUSING AND DEVELOPMENT, INC., was acknowledged before me this 23 day of MAY, 2001, by Richard Faber, who is personally known to me or has produced a driver's license for identification.


Print Name: MARGARET L. SHIELDS
Notary Public, State of Florida
My Commission Expires:

MARGARET L. SHIELDS
NOTARY PUBLIC - KENT COUNTY, MI
MY COMMISSION EXPIRES 09/09/05

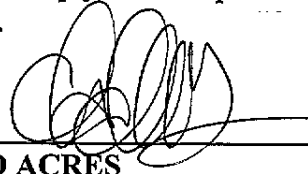
ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for A & F HOUSING AND DEVELOPMENT, at the place designated in the Articles of Incorporation, CHAD ACRES agrees to act in this capacity, and agrees to comply with the provisions of Section 49.091 relative to keeping open such office.

Date: _____

5-18-01

CHAD ACRES



FILED

01 MAY 29 AM 11:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA