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Florida Department of State

Division of Corporations

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To:

**Division of Corporations
Fax Number : (850)205-0381**

From:

**Account Name : GILLIGAN, KING & GOODING, P.A.
Account Number : 120010000016
Phone : (352)867-7707
Fax Number : (352)867-0237**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS**

FLORIDA PROFIT CORPORATION OR P.A.

Martelli Homes, Inc.

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**ARTICLES OF INCORPORATION
OF
MARTELLI HOMES, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is Martelli Homes, Inc.

ARTICLE II

The existence of the Corporation shall begin on July 27, 2001.

ARTICLE III

The street address of the principal office of the Corporation is 3905 SW 6th Avenue, Ocala, FL 34475.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 7,500, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 7 E. Silver Springs Blvd., Suite 500, Ocala, FL 34470. The initial registered agent for the Corporation at that address is William Allan King, Esquire, as agent to accept service of process within this state.

ARTICLE VI

The initial board of directors shall consist of 3 members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
<u>Goffredo Martelli</u>	<u>3905 SW 6th Avenue, Ocala, FL 34475i</u>
<u>Leonardo Martelli</u>	<u>18 Count Fleet Drive, Ocala, FL 34482</u>
<u>Salvatore Martelli</u>	<u>43 Borden Place, Little Silver, NJ 07729</u>

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ARTICLE VII


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

Name	Address
- Goffredo Martelli	3905 SW 6th Avenue, Ocala, FL 34475i

ARTICLE VIII

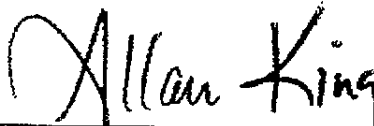
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on July 27, 2001.


Goffredo Martelli

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Martelli Homes, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


William Allan King, Esquire

Date: July 27, 2001

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