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ACCOUNT NO. : 072100000032

REFERENCE : 438589 119622A

*Patricia Pajuts*

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pajuts*

ORDER DATE : August 22, 2001

ORDER TIME : 12:23 PM

ORDER NO. : 438589-005

CUSTOMER NO: 119622A

CUSTOMER: Gary D. Fields, Esq  
Gary D. Fields, Esq

Suite 700  
4400 P.g.a. Boulevard  
Palm Bch Garden, FL 33410

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TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

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RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: HEMINGER HOMES, INC.

900004545288-8

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
- \_\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP
- \_\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- \_\_\_\_\_ CERTIFIED COPY
- XX PLAIN STAMPED COPY
- \_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

2001 AUG 22 PM 2:33

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*JW*  
*10/22/01*

**FILED**

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

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under the applicable Florida Statutes, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESSES

The name of the Corporation shall be:

HEMINGER HOMES, INC.

The address of the principal office of this corporation shall be 222 Lakeview Avenue, Suite 160-284, West Palm Beach, FL 33401, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office in the State of Florida is Admiralty Tower - Suite 700, 4400 PGA Boulevard, Palm Beach Gardens, Florida 33410. The name of the initial registered agent at such address is Gary D. Fields.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - DIRECTORS AND OFFICERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director initially. The names and addresses of the initial Directors and Officers, who shall serve until their successors are duly elected and qualified or until their earlier resignations or removal, are as follows:

<u>Name</u>	<u>Title</u> (if applicable)	<u>Address</u>
Anthony Heminger	Director/President/ Secretary/Treasurer	222 Lakeview Avenue, Suite 160-284 West Palm Beach, Florida 33401

ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles is as follows:

<u>Name</u>	<u>Address</u>
Anthony Heminger	222 Lakeview Avenue, Suite 160-284 West Palm Beach, Florida 33401

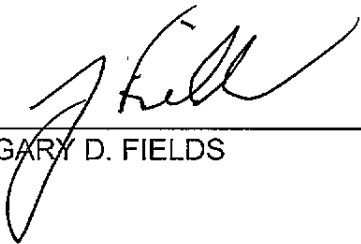
The undersigned incorporator has executed these Articles of Incorporation this 21<sup>st</sup> day of AUGUST, 2001.

INCORPORATOR

  
ANTHONY HEMINGER

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent of HEMINGER HOMES, INC., I hereby accept the appointment as Registered Agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as Registered Agent and agree to comply with all laws relating to the proper and complete performance of my duties.

  
\_\_\_\_\_  
GARY D. FIELDS

Date: 8/21, 2001

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TALLAHASSEE FLORIDA

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