Division of Q

2001

Page 1 of 2

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000092575 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)205-0381

EFFECTIVE DATE

From:

Account Name

: ARTHUR RUTENBERG HOMES, INC.

Account Number : I19990000136 Phone

: (727)536-5900

Fax Number

: (727)538-9089

FLORIDA PROFIT CORPORATION OR P.A.

Marque Collection, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

W-19653

Arthur Rutenberg Homes

Michele Reeser
Executive Assistant
Finance & Administration
(727) 536-7168 x201 - Direct
mreeser@arhomes.com

August 24, 2001

VIA FAX

Attn. Neysa Culligan New Filing Section Florida Dept. of State - Division of Corporations

Re: Marque Collection, Inc. (Ref: W01000019653)

Dear Ms. Culligan:

I am in receipt of your letter regarding the similarity of the corporation name we are requesting above to another existing corporation. I believe the similar corporation you may be referring to is our other company we incorporated, Marquee Collection, Inc.

While the names appear similar, they are pronounced differently, have different meanings, and are needed for different purposes. Marque is pronounced "Mark" and Marquee is pronounced "Mark-ee". Since we are the incorporators of both corporations, please reconsider our request to incorporate Marque Collection, Inc.

Thank you for your assistance. Please feel free to contact me should you require further information.

Sincerely,

ARTHUR RUTENBERG HOMES, INC.

Michele Reeser

Executive Assistant

/mr

(((H01000092575 9)))

6-23-01

ARTICLES OF INCORPORATION OF MARQUE COLLECTION, INC.

SECRETARY OF SEAL DIVISION OF CHERCATORS

The undersigned, acting as a sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

I. Name

The name of the Corporation is MARQUE COLLECTION, INC..

II. Term of Existence

Corporate existence will commence on August 23, 2001, in accordance with the provisions of §607.0203(1) of the Act. The Corporation will have perpetual existence.

III. <u>Princi</u>pal Office

The principal office of the Corporation is 13922 58th Street North, Clearwater, Florida 33760.

IV. Capital Stock

The Corporation is authorized to issue 1,000 shares of \$10.00 par value common stock, designated as Common Stock.

V. Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 13922 58th Street North, Clearwater, Florida 33760. The name of its initial registered agent at such address is Ronald G. Gratz.

VI. Directors

The Corporation will have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation must always have at least one (1), but no more than five (5), directors. The name and address of the initial director of the Corporation, who will serve until his successor(s) are duly elected and qualified, are:

(((H01000092575 9)))

<u>Name</u>

Address

Arthur Rutenberg

13922 58th Street North Clearwater, Florida 33760

VII.

Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>

<u>Address</u>

Ronald G. Gratz

13922 58th Street North Clearwater, Florida 33760

VIII. Affiliated Transactions

Pursuant to the provisions of §607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in §607.0901 of the Act. Therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

IX. Bylaws

The power to adopt, alter, amend or repeal bylaws is vested in the Corporation's Board of Directors.

X. Indemnification

The Corporation must indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XI. Amendment

These Articles of Incorporation may be amended in the manner provided by law.

XII. Control Share Acquisitions

Pursuant to the provisions of §607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in §607.0902 of the Act. Therefore, the terms and provision of §607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity

(((H01000092575 9)))

securities of the Corporation will have any and all other rights and privileges available under this Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on August 23, 2001.

Ronald G. Graha Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated herein, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: August 23, 2001

Ronald G. Glatz

DIVISION OF THE WASHINGTON