

P010000085529
PRINCETON HOMES, INC.

500 Australian Avenue So., Suite 110
West Palm Beach, FL 33401

phone: 561-659-5400

fax: 561-659-5671

email: rhodosp@mindspring.com

August 23, 2001

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

Florida Division of Corporations
PO Box 6327
Tallahassee, FL 32314

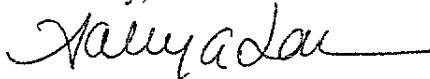
Dear Sir or Madam:

Please find enclosed Articles of Amendment to Princeton Homes, Inc., which change the company name to Old Princeton, Inc., along with filing fees of \$35 plus \$8.75 for a certified copy. Also enclosed are Articles of Incorporation for a new corporation named Princeton Homes, Inc. (the fees of \$78.75 are enclosed).

Please process the Articles of Amendment first, so that the name Princeton Homes, Inc. will then be available for the new Princeton Homes, Inc.

Should you have any questions, please give us a call.

Sincerely,




Sally A. Larson

/sal

Enclosuress

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
OF
PRINCETON HOMES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is Princeton Homes, Inc.

The address of the principal office of this corporation shall be 500 Australian Ave So., Suite 110, 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 AGENT

The street address of the initial registered office of the corporation shall 500 Australian Ave So., Suite 110, West Palm Beach, FL 33401, and the name of the initial registered agent of the corporation at that address is Paul Rhodes.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTOR

The number of directors constituting the corporation's initial board of directors is one (1) whose name and address is:

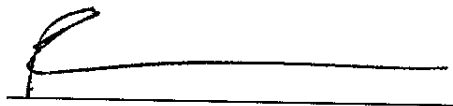
Paul Rhodes
500 Australian Ave So., Suite 110
West Palm Beach, FL 33401

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Paul Rhodes, 500 Australian Ave So., Suite 110, West Palm Beach, FL 33401.

IN WITNESS WHEREOF, I, have hereunto set my hand and seal this 23rd day of August, 2001.

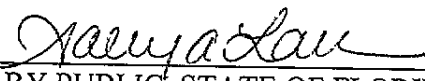
INCORPORATOR



STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Paul Rhodes, to me well known and known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes there in set forth and expressed.

23rd IN WITNESS WHEREOF, I have hereunto set my hand and official seal this day of August, 2001.


NOTARY PUBLIC, STATE OF FLORIDA
Sally A. Larson



SALLY A. LARSON
COMMISSION # CC 685772
EXPIRES OCT 28, 2001
BONDED THRU
ATLANTIC BONDING CO. INC.

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE


PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Princeton Homes, Inc.
2. The name and address of the registered agent and office is:

Paul Rhodes
500 Australian Ave. So.
Suite 110
West Palm Beach, FL 33401

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 23rd day of August, 2001.


Paul Rhodes

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA