

Larsh Accounting Services
Independent Accountants

P01000090980
September 11, 2001

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: FLORIDA HOUSING & URBAN DEVELOPMENT CORPORATION

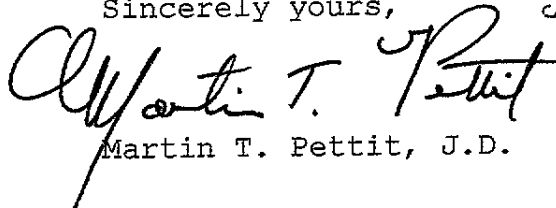
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*****78.75 *****78.75

Dear Sir or Madame:

Enclosed please find an original and one copy of the Articles of Incorporation for the above captioned corporation and a check in the amount of \$78.75. Kindly return the certified copy and address all further communications to:

David M. Duncan
5830 S. W. Red Road, #248
Miami, Florida 33143
Tel.: (305) 667-7787

Sincerely yours,


Martin T. Pettit, J.D.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP 13 PM 2:23

MTP/s

Encls.

RECEIVED SEP 17 2001

ARTICLES OF INCORPORATION
OF
FLORIDA HOUSING & URBAN DEVELOPMENT
CORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. - NAME

The name of the corporation shall be:

FLORIDA HOUSING & URBAN DEVELOPMENT CORPORATION

ARTICLE II. - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

**5830 S. W. Red Road, #248
Miami, Florida 33143**

ARTICLE III. - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000) Shares

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ARTICLE IV. - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

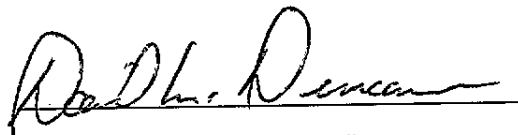
**David M. Duncan
5830 S. W. Red Road, #248
Miami, Florida 33143**

ARTICLE V. - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

**David M. Duncan
5830 S. W. Red Road, #248
Miami, Florida 33143**

The undersigned has executed these Articles of Incorporation this 10th day of September 2001.

A handwritten signature in dark ink, appearing to read "David M. Duncan", is written over a horizontal line.

DAVID M. DUNCAN

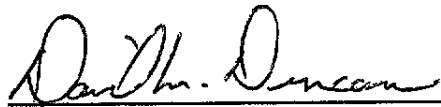
PRESIDENT

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / 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 / registered agent, in the State of Florida.

1. The name of the corporation is: **FLORIDA HOUSING & URBAN DEVELOPMENT CORPORATION.**

2. The name and address of the registered agent and office is: **David M. Duncan, 5830 S. W. Red Road, #248, Miami, Florida 33143.**

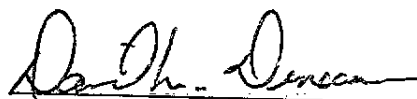


DAVID M. DUNCAN

PRESIDENT

September 10th, 2001

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 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.



DAVID M. DUNCAN

September 10th, 2001

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