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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 761566 7103152

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 78.75

ORDER DATE : October 3, 2001

ORDER TIME : 10:02 AM

ORDER NO. : 761566-010

CUSTOMER NO: 7103152

200004621582--6

CUSTOMER: Eric M. Borgia, Esq
Goodlette Coleman & Johnson,
P.a.
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

DOMESTIC FILING

NAME: BOYATT GALLERY OF HOMES, INC.

RECEIVED

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CERTIFICATE OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION
TALLAHASSEE, FLORIDA

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156
EXAMINER'S INITIALS:

SG 10/3/01

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
BOYATT GALLERY OF HOMES, INC.**

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is: BOYATT GALLERY OF HOMES, INC., a Florida corporation.

**ARTICLE II
CAPITAL STOCK AND SHAREHOLDERS**

The aggregate number of shares which this Corporation shall have authority to issue is ONE HUNDRED (100) shares of common stock, the par value of each such share being ONE CENT (\$.01).

**ARTICLE III
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the names and addresses of the persons who shall serve as members of the Board of Directors until the election of their successors are as follows:

<u>Name</u>	<u>Address</u>
Anthony D. Boyatt	2051 Trade Center Way Naples, Florida 34109

**ARTICLE IV
INITIAL OFFICERS**

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u> President	<u>Name</u> Anthony D. Boyatt	<u>Address</u> 2051 Trade Center Way Naples, Florida 34109
Secretary	Anthony D. Boyatt	2051 Trade Center Way Naples, Florida 34109

ARTICLE V
INCORPORATOR

The sole incorporator of the Corporation is Anthony D. Boyatt, whose address is 2051 Trade Center Way, Naples, Florida 34109.

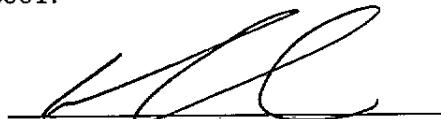
ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103, and the name of the initial registered agent of this Corporation at that address is: Kevin G. Coleman, Esq.

ARTICLE VII
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be: 2051 Trade Center Way, Naples, Florida 34109.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 1st day of October, 2001.



Anthony D. Boyatt
Incorporator

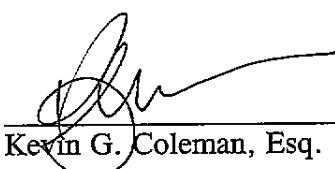
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT BOYATT GALLERY OF HOMES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 2051 Trade Center Way, Naples, Florida 34109, has named Kevin G. Coleman, Esquire, located at 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103, as its registered agent to accept service of process within Florida.

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 agree to 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: October 1st, 2001


Kevin G. Coleman, Esq.

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SECTION 607.0501 STATE
TALLAHASSEE FLORIDA
F.I.L.E.D