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CR2E031(7/97)

ARTICLES OF INCORPORATION

OF

USA HOME BROKERS, INC.



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

ARTICLE I NAME

The name of the corporation shall be USA HOME BROKERS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal office of this corporation shall be 1440 Vieux Carre, Tallahassee, Florida 32308.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time shall be limited to 10,000 shares of voting common stock, having \$0.10 par value.

ARTICLE IV REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Martin S. Friedman, Esquire, Rose, Sundstrom & Bentley, LLP, 2548 Blairstone Pines Drive, Tallahassee, Florida 32301.

ARTICLE V INITIAL BOARD OF DIRECTORS

The Board of Directors of this corporation shall be comprised of one person. The name and address of the persons who shall serve as the initial Board of Directors are as follows:

David R. Hemphill 1440 Vieux Carre Tallahassee, Florida 32308

ARTICLE VI INCORPORATOR

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

Martin S. Friedman 2548 Blairstone Pines Dr. Tallahassee, FL 32301

The undersigned incorporators have executed these Articles of Incorporation this 20th day of February, 2002.

Martin S. Friedman

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 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.

The name of the corporation is USA Home Brokers, Inc.

The name and address of the registered agent and office is:

Martin S. Friedman, Esquire Rose, Sundstrom & Bentley, LLP 2548 Blairstone Pines Drive Tallahassee, Florida 32301

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Martin S. Friedman

February 20, 2002

Date

