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KARL W. BOHNE, JR. P.A.
ATTORNEY AND COUNSELOR AT LAW

Karl W. Bohne, Jr.

Melbourne
1803 Airport Blvd
Melbourne, Florida 32901
Telephone: (321) 723-5121
Telecopier: (321) 984-5426

FILED
02 APR -1 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 28, 2002

State of Florida
Department of State
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

600005179076--8
-04/01/02--01034--014
*****78.75 *****78.75

Re: Residential Values, Inc.

Dear Sirs:

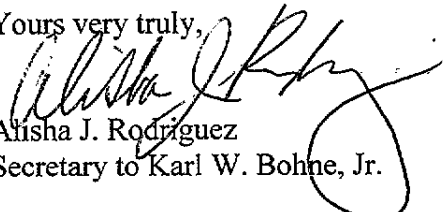
Enclosed please find an original and one copy of Articles of Incorporation for Residential Values, Inc. Also enclosed is our firm's check in the amount of \$78.75 to cover the filing fees. The breakdown of the filing fees on this corporation is as follows:

\$	35.00	Filing fee
	35.00	Designation of Registered Agent
	<u>8.75</u>	Certified copy

Kindly file the original Articles of Incorporation in your offices and return the copy to our office in the enclosed self addressed stamped envelope.

Thank you for your attention to this matter. If you should have any questions do not hesitate to contact me.

Yours very truly,


Alisha J. Rodriguez
Secretary to Karl W. Bohne, Jr.

/ajr
Enclosures

QB 4/8 ✓

ARTICLES OF INCORPORATION
OF
RESIDENTIAL VALUES, INC.

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TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - Name

The name of the corporation is RESIDENTIAL VALUES, INC.

ARTICLE II - Duration

The period of duration of the corporation is perpetual.

ARTICLE III - Purpose

The purpose or purposes for which the corporation is organized is to engage in any or all lawful business, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - Registered Office and Agent

The street address of the initial principal office of this corporation is, 7652 Northern Oak Street, West Melbourne, Florida 32904, and the name of the initial registered agent of this corporation is SUE HOOD, 7652 Northern Oak Street, West Melbourne, Florida 32904.

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be more than three (3). The name and address of the initial directors of this corporation are:

Sue Hood

7652 Northern Oak Street
West Melbourne, Florida 32904

ARTICLE VIII - Incorporators

The name and address of the initial incorporator of this corporation is:

Sue Hood

7652 Northern Oak Street
West Melbourne, Florida 32904

ARTICLE IX - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

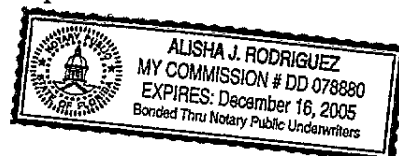
IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 27 day of March, 2002.

Sue Hood
Sue Hood

STATE OF FLORIDA)
COUNTY OF BREVARD)

The foregoing Articles of Incorporation were acknowledged before me this 27 day of March, 2002 by SUE HOOD who is personally known to me or who has produced _____ as identification and who did not take an oath.

Notary Public: _____
Printed Name:
Commission No.:
Commission Expires:



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

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said act:

That RESIDENTIAL VALUES, INC., desiring to organize under the laws of the State of
Florida with its principal office as indicated in the Articles of Incorporation at 7652 Northern Oak
Street, West Melbourne, Florida 32904, has named SUE HOOD, 7652 Northern Oak Street, West
Melbourne, Florida 32904, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provisions of said act relative to keeping open said office.

By: Sue Hood
Sue Hood, Registered Agent