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April 19, 2002

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-04/29/02--01107--022
*****78.75 *****78.75

Dear Sir:

Re: **RIVIERA HOMES, INC.**

Our firm represents the above named corporation which is requesting a charter from the State of Florida in order to start business as a Corporation in Florida.

FILED
02 APR 29 AM 11:29
CLERK OF STATE
TALLAHASSEE, FLORIDA

Enclosed are the following papers, together with our check:

- a. Original and copy of Articles of Incorporation for filing and approval by your office.
- b. Certificate of Registered Agent.
- c. Check to cover fees and costs in the amount of \$78.75.

Please return certified copy as soon as possible.

Very truly yours,

MORRIS B. FOX

MBF:tas

Enc.

cc: client

04/25/02

ARTICLES OF INCORPORATION

THE UNDERSIGNED acting as Incorporator of a corporation under the Florida General Corporation Act hereby associate themselves together to form a corporation for profit and adopt the following Articles of Incorporation for such corporation.

ARTICLE I: Name

The name of this corporation is:

RIVIERA HOMES, INC.

ARTICLE II: Duration

The period of its duration is perpetual unless dissolved by action of law.

ARTICLE III: Purpose

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV: Capital Stock

The amount of the total authorized stock of the corporation shall be 1000 shares of common stock having a par value of \$1.00 per share fully paid and non assessable. Stock may be issued by cash, property, labor services or good will, as may be determined by the Board of Directors. There will only be one class of stock, common stock, issued with full voting powers. No other class of stock will be issued. There will be no preemptive rights for any stockholder.

ARTICLE V: Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation are as follows:

Douglas J. Lehmann

3502 SE 19th Avenue
Cape Coral, FL 33904

The mailing address and office of the corporation is the same.

FILED
02 APR 29 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI: Initial Board of Directors

The corporation shall have two directors initially. The number of directors may be either decreased or increased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial directors of this corporation are:

Douglas J. Lehmann	3502 SE 19th Avenue Cape Coral, FL 33904
Michael W. Griffin	3908 Ceitus Parkway Fort Myers, FL 33991

ARTICLE VII: Initial Officers

Name	Address	Title-Office:
Douglas J. Lehmann	3502 SE 19th Avenue Cape Coral, FL 33904	President
Michael W. Griffin	3908 Ceitus Parkway Fort Myers, FL 33991	Vice President
Penelope Lehmann	3502 SE 19th Avenue Cape Coral, FL 33904	Secretary and Treasurer

ARTICLE VIII: Incorporators

The name and address of the Incorporator signing these Articles of Incorporation are:

Name	Address
Douglas J. Lehmann	3502 SE 19th Avenue Cape Coral, FL 33904

ARTICLE IX: Indemnification

The corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and pursuant to the provisions of Section 607.14 of the Florida Statutes, as amended.


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, Florida Statutes, the following is submitted:

FIRST: That **RIVIERA HOMES, INC.**, desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 3502 19th Avenue, the City of Cape Coral, State of Florida, has named Douglas J. Lehmann, located at 3502 SE 19th Avenue, City of Cape Coral, State of Florida, as its agent to accept service of process within Florida.



Douglas J. Lehmann, Corporate Officer



Title

4/16/02

Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Douglas J. Lehmann, Registered Agent

4/16/02

Date

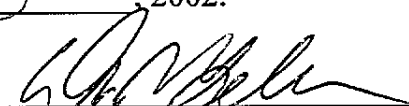
FILED

APR 29 AM 9:30
CLERK OF SUPERIOR COURT
STATE OF FLORIDA

ARTICLE X: Amendment of Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 16 day of April, 2002.


Douglas J. Lehmann, Incorporator

STATE OF FLORIDA)

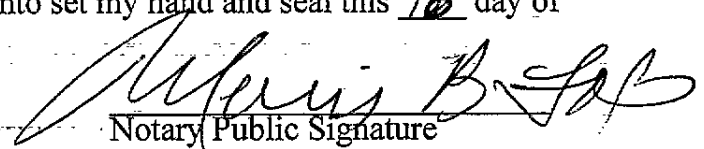
COUNTY OF LEE)

BEFORE ME, the undersigned authority personally appeared DOUGLAS J. LEHMANN, ☒ who is personally known to me, OR ☐ who provided _____ as identification, and who did not take an oath; to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16th day of April, 2002.

My Commission Expires:

June 9, 2003
(SEAL)


Notary Public Signature

Print Notary Name

MORRIS - B - FOX