

PO20000 49580

FILED

02 MAY -6 PM 3: 30

12/06/2001

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

300005112503--4
-03/18/02--01024--012
*****87.50 *****87.50

Subject: AAAA Homes Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

\$70.00- Filing Fee
8.75- Certificate of Status
8.75- Certified Copy
\$87.50- Total

From: ABEL ALVAREZ
Name
671 7TH STREET NW
Address
NAPLES, FL. 34120
City, State, Zip
941-353-5727
Daytime Telephone Number

Note: Please provide the original and one copy of the Articles.

W2-8000

D. WHITE MAY - 6 2002

6



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 21, 2002

ABEL ALVAREZ
671 7TH STREET NW
NAPLES, FL 34120

SUBJECT: AAAA HOMES INC.
Ref. Number: W02000008000

We have received your document for AAAA HOMES INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 002A00017063

**ARTICLES OF INCORPORATION
OF
AAAA HOMES INC.**

FILED

02 MAY -6 PM 3:30

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, Abel Alvarez, being a natural person competent to contract, hereby acknowledges and files these ARTICLES OF INCORPORATION in the Office of the Secretary of State of the State of Florida in order to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation is AAAA HOMES INC. The principal office and mailing address of the corporation is 671 7th Street NW, Naples, Florida 34120.

ARTICLE II

DURATION

The Corporation shall have perpetual existence, commencing upon the filing of these articles with the Florida Secretary of State.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of \$1.00 par value stock, which shall be designated "common shares." The stock of the Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and all regulations issued thereunder. Such actions as are necessary will be taken by the officers of this Corporation in order to qualify under Section 1244. This Corporation is being capitalized and its stock is being issued to comply with the aforementioned section of the Internal Revenue Code.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 671 7th Street NW, Naples, Florida 34120, and the name of the initial registered agent of the Corporation at that address is Abel Alvarez. The Director(s) of this Corporation may from time to time change the registered office or registered agent, or both, by appropriate notice to the Secretary of State.

ARTICLE VI

DIRECTORS

The Corporation shall have not less than one Director, as provided by the By-Laws. Director(s) shall hold office for the term provided in the By-Laws or until their successor(s) have been duly elected and qualified.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The following shall constitute the initial Board of Directors of this Corporation:

**Abel Alvarez
671 7th Street NW
Naples, Florida 34120**

ARTICLE VIII

INCORPORATORS

The name and address of the person signing these Articles is:

**Abel Alvarez
671 7th Street NW
Naples, Florida 34120**

ARTICLE IX

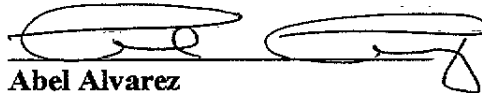
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders in the manner provided by the laws of the State of Florida.

ARTICLE X
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Subscriber(s) executed these Articles of Incorporation this 1st day of October, 2001.

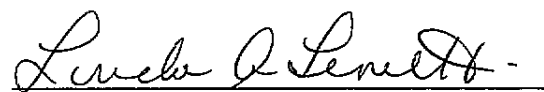

Abel Alvarez

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared **Abel Alvarez**, known to me and known by me to the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 1st day of October, 2001.

(SEAL)


NOTARY PUBLIC
State of Florida at Large

My commission expires: 8/21/05



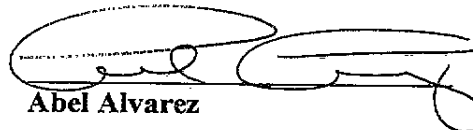
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

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

That AAAA HOMES INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the County of Collier, State of Florida, has named Abel Alvarez located at 671 7th Street NW, Naples, Florida 34120, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Abel Alvarez

FILED
02 MAY -6 PM 3:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA