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FLORIDA PROFIT CORPORATION OR P.A.

LENNAR-LANTANA BOATYARD, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LENNAR-LANTANA BOATYARD, INC.**

ARTICLE I - NAME

The name of the corporation is **LENNAR-LANTANA BOATYARD, INC.** (the "Corporation").

ARTICLE II - ADDRESS

The address of the principal office and the mailing address of the Corporation is 1015 North State Rd. 7, Bay C, Royal Palm Beach, Florida 33411.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$ 0.01	Common

The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors of the corporation, equivalent to or greater than the full par value of the shares.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The street address of the Corporation's initial registered office in the State of Florida is 1015 North State Rd. 7, Bay C, Royal Palm Beach, Florida 33411, City of Royal Palm Beach, County of Palm Beach, and the name of its initial registered agent at such office is Doyle Dudley.

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ARTICLE VI - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

**ARTICLE VII - INITIAL
BOARD OF DIRECTORS**

The initial Board of Directors of the Corporation shall be comprised of one person. The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The name and address of the sole member of the initial Board of Directors of the Corporation, who will serve as the Corporation's director until successors are duly elected and qualified is:

Doyle Dudley
1015 North State Rd. 7, Bay C
Royal Palm Beach, Florida 33411

ARTICLE VIII - INCORPORATOR

The name of the Incorporator is Joel Goldman, and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE IX - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles of Incorporation may confer upon the Corporation may be modified by or cancelled by a vote of the shareholders to amend or repeal said Articles of Incorporation.

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IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 12th day of June, 2002.


Joel Goldman, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of LENNAR-LANTANA BOATYARD, INC. in the foregoing Articles of Incorporation, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


Doyle Dudley, Registered Agent
Dated: June 12, 2002

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