FAX:850 521 1010

Florida Department of State

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H020002029146)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)205-0381

From:

Account Name

: CORPORATION SERVICE COMPANY

Account Number : I2000000195

Phone

: (850)521-1000

Fax Number : (850)521-1030

Please give original ubmission date as file date

FLORIDA PROFIT CORPORATION OR P.A.

D.S. WARE HOMES OF FLORIDA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	.034
Estimated Charge	\$78.75

Please give original ubmission date as file date.

https://ccfss1.dos.state.fl.us/scripts/efilcovr.exe

Department of State 8/25/2002 9:22 PAGE 1/1

RightFAX



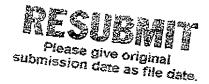
FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

September 25, 2002

CORPORATION SERVICE COMPANY

SUBJECT: D.S. WARE HOMES OF FLORIDA, INC.

REF: W02000027784



We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L99000008909.

If you have any further questions concerning your document, please call (850) 245-6972.

Doris Brown Document Specialist New Filings Section

FAX Aud. #: H02000202914 Letter Number: 202A00054358



Please give original submission date as file date

SECRETARY OF STATE ALLAHASSEE. FLORIDA

ARTICLES OF INCORPORATION

OF

DSW ACQUISITION CORP.

ARTICLE I

The name of the corporation is DSW ACQUISITION CORP. (the

(the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 4000 Hollywood Boulevard, Suite 500-N, Hollywood, Florida 33021.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is c/o Greenberg Traurig, P.A., 1221 Brickell Avenue, 21st Floor, Miami, Florida 33131 and the name of its initial registered agent at such office is David A. Barkus.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

ARTICLE VII

The name of the Incorporator is David A. Barkus and the address of the Incorporator is c/o Greenberg Traurig, P.A., 1221 Brickell Avenue, 21° Floor, Miami, Florida 33131.

H02000202914 6

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

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 **Hiday* of September, 2002.

David A. Barkus Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of D.S. Ware Homes of Florida, Inc. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Stannes §607.0505.

David A. Barkus Registered Agent

Dated: September 2 44, 2002

02 SEP 25 AM 7:57 SLOKLIARY OF STATE