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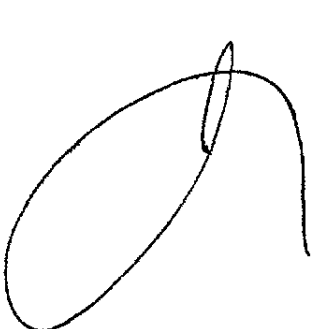
(Business Entity Name)

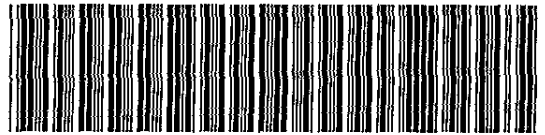
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9900 STIRLING ROAD  
SUITE 104  
COOPER CITY, FLORIDA 33024  
PHONE: 954-370-2202 FAX: 954-370-5157  
EMAIL: SKIMMEL@AOL.COM

***SETH KIMMEL, P.A.***

November 14, 2002

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: LUXURY ESTATES AT THE COVES  
PROPERTIES, INC.  
Our File Number 02-519

To Whom It May Concern:

Enclosed please find the Articles of Incorporation relative to the above noted.

Please file the Articles, send a certified copy to us, using the enclosed self addressed UPS envelope provided. Please include a Certificate of Status.

Our check in the amount of \$78.75 is enclosed herewith.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,  
SETH KIMMEL, P.A.

Halida I. Arnold

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SECRETARY OF STATE

## ARTICLES OF INCORPORATION

OF

### LUXURY ESTATES AT THE COVES PROPERTIES, INC.

THE UNDERSIGNED, Bruce Henry, Marsha Brooks and Elenor Henry, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

#### ARTICLE I – NAME

The name of the corporation shall be: LUXURY ESTATES AT THE COVES PROPERTIES, INC.

#### ARTICLE II – PURPOSE

The general purpose of the business and objects and purposes proposed to be transacted by the Corporation and the powers and privileges to be exercised by it shall include all powers that are given to bodies corporate under the Statutes of the State of Florida, as the same may exist and may be amended from time to time.

#### ARTICLE III – CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue at any time is 100 shares, all of which shall be common shares with \$1.00 par value.

Each shareholder of the Corporation shall be entitled to full pre-emptive rights to acquire his proportionate part of any unissued or treasury shares of the Corporation, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the Corporation.

#### **ARTICLE IV – DURATION**

The term of existence of the Corporation is perpetual.

#### **ARTICLE V – PRINCIPAL OFFICE**

The principal office of this Corporation shall be located at: 293 West River Road, Palatka, Fl 32177

#### **ARTICLE VI – INITIAL BOARD OF DIRECTORS**

This Corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the Corporation's existence, or until his successor shall have been elected and qualified, as follows:

Bruce Henry	293 West River Road Palatka, Fl 32177
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Marsha Brooks	P.O. Box 23694 Fort Lauderdale, Fl 33308
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Elenor Henry	293 West River Road Palatka, Fl 32177
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#### **ARTICLE VII – REGISTERED AGENT**

The registered agent and the registered office for this Corporation is:

Seth Kimmel, Esquire	9900 Stirling Road Suite 104
	Cooper City, Fl 33024

#### **ARTICLE VIII – INCORPORATOR**

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

Marsha Brooks	P.O. Box 23694
	Fort Lauderdale, FL 33307

#### **ARTICLE IX – AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

#### **ARTICLE X – INDEMNIFICATION**

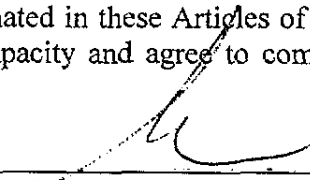
The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI – MEETING BY CONFERENCE TELEPHONE**

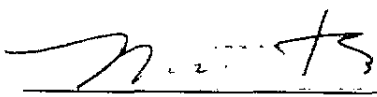
The members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone, but regular meetings of the Board of Directors must be attended, in fact, in person by each Director.

**ARTICLE XII – ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been made initial Registered Agent to accept service of process of the Corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
Seth Kimmel, Esquire, Registered Agent

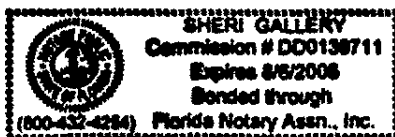
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on September 5, 2002.

  
Marsha Brooks

STATE OF FLORIDA  
COUNTY OF BROWARD

SETH KIMMEL, who is personally known to me, acknowledged THE FOREGOING INSTRUMENT before me on September 5, 2002.

  
NOTARY PUBLIC, State of Florida



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