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To:

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From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

SUNSHINE RENTAL APARTMENTS, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF
SUNSHINE RENTAL APARTMENTS, INC

WE, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida this Certificate of Incorporation; and to that end we do, by this certificate, set forth:

ARTICLE I

The name of this corporation (which is hereinafter called the "Corporation") is: SUNSHINE RENTAL APARTMENTS, INC

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to-wit:

(A) To engage in buying, holding or selling of real estate.

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(2)

(b) To subscribe for, invest in, purchase or otherwise acquire, to own, hold, sell, exchange, pledge or otherwise dispose of, securities of every nature and kind, including, without limitation, all types of stocks, bonds, debentures, or obligations or evidences of indebtedness or ownership or participation issued or created by any and all associations, trusts or corporations, public or private, whether created, established or organized under the laws of the United States, any of the States, or any territory or district or colony or possession thereof, or under the laws of any foreign country, and also foreign and domestic government and municipal obligations, bank acceptances, commercial paper and secured call loans; to pay for the same in cash or property or by the issue of stock, bonds or notes of this Corporation or otherwise; and while owning or holding any such securities, to exercise all the rights, powers and privileges of a stockholder or owner, including the right to transfer and convey the said stock or other securities to one or more persons, firms, associations or corporations subject to voting trusts or other agreements placing in such persons voting or other powers in respect of said stocks or other securities; to borrow money or otherwise obtain credit and to secure the same by mortgaging, pledging or otherwise subjecting as security the assets of this Corporation.

(c) To build, erect, construct, purchase, hire or otherwise acquire, own, provide, establish, maintain, hold, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property and all other kinds of property of whatsoever nature, whether real, personal or mixed, or any interests or rights therein without limits as to amounts; to buy, sell assign, convey and cancel liens upon personal property and real estate of every kind and nature whatsoever; to act as broker or agent for the purchase, sale, leasing and management of real estate, and the negotiating of loans thereon; to borrow and lend money and to negotiate loans; to draw, endorse, accept, discount and deliver bills of exchange, promissory notes, bonds, debentures, and other negotiable instruments of whatsoever nature, and secure

(3)

the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take, acquire, hold, exchange and deal in shares, stocks, bonds, obligations or securities of any government or authority, individual or corporation.

(d) To carry on the business of a holding company and to purchase and acquire any mercantile or commercial business, trade or enterprise permitted by the laws of the State of Florida, and to own, hold, operate, maintain, use, sell, or otherwise dispose of the same; to enter into or engage in any such business, trade or enterprise.

(e) To make and carry out contracts for building, erecting, improving and repairing buildings, structures, improvements, warehouses, docks, bridges, bulkheads, sea walls, fills and structures of every kind and nature whatsoever; to build, construct or repair roads, bridges, wharves, sea walls, sidewalks, ditches, drains bulkheads and in connection therewith, to use any appliance or appliances, dredge or equipment of whatsoever nature for the purpose of so doing; to carry on in any and all of its respective branches and the business of general contracting of whatsoever nature; to own and operate boats, boatlines, bridges and dredges; to make, deepen or widen channels or canals; to fill in low ground, to buy, sell, manufacture, trade and deal in machinery, tools, and in steel, iron, plaster, granite, implements, stone, brick, lumber, shell, sand and every kind of building material and supplies whatsoever; to make all manner of river and harbor improvements; to engage in the building of buildings and repairing of vessels, ships, boats, crafts and to do all manner of marine construction.

(f) To engage in the sales and commission business in the representation of factories, wholesalers and businesses which require the use and services of a sales and commissions agency, and to do all things necessary in connection with the operation of a sales and commission agency; as well as to engage in other similar and allied businesses incidental to a sale and commission agency, which said agency will operate both within and without the continental limits of the United States of America.

(4)

(g) To own, conduct, operate and maintain a store or stores or distribution centers, warehouses, lofts, lots, storage centers or other outlets for the purpose of manufacturing, making, buying, selling and otherwise dealing in building supplies and equipment incidental to the construction business.

(h) To own, buy, sell, lease, exchange or otherwise deal in real estate and personal property; to mortgage, sell and convey the same; to negotiate, purchase, hold and sell mortgages, stocks, bonds and other securities and personal property; to invest money in real estate for itself or for other parties; to build, furnish, equip, construct and repair buildings and to carry on the general contracting and construction business; to have all the powers conferred upon such corporation to carry on any business in connection with and incident to the foregoing under the laws of the State of Florida or any other State.

(i) Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the Corporation, to do and perform any other act or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

ARTICLE III

The stock of this Corporation shall be divided into

Five hundred (500) shares of stock
of the par value of One dollar (\$1.00) per share, all of one
class, namely, Common Stock, and having an aggregate par value of
Five hundred (\$500.00). All said
stock shall be payable in cash, property, labor or services at a
just valuation to be fixed by the Board of Directors at a meeting
called for the purpose; property, labor or services may be purchased
or paid for with the capital stock; at a just valuation to be fixed
by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

(5)
The amount of capital with which this Corporation shall begin business shall be no less than five hundred dollars (\$500.00).

ARTICLE V

The principal place of business of the Corporation shall be at 4601 NW 9TH AVE, POMPANO BEACH FL 33064 with the privilege of having branch offices within and without the State of Florida. The registered agent office address shall be the same, and the registered agent name is JENNIFER ROSS

ARTICLE VI

This Corporation shall have perpetual existence.

ARTICLE VII

The names and post office addresses of the first Board of Directors of the Corporation, who shall hold office for the first year, or until their successors are chosen, shall be:

ROBERT H. VANDERKAY (DIRECTOR)
3426 LAKEVIEW BLVD
DELRAY BEACH 33445

BARBARA V. VANDERKAY (DIRECTOR)
3426 LAKEVIEW BLVD
DELRAY BEACH 33445

JENNIFER ROSS (DIRECTOR) DR)
4601 NW 9TH AVE
POMPANO BEACH FL 33064

ARTICLE VIII

The number of directors of the Corporation shall be not less than three (3) nor more than fifteen (15).

ARTICLE IX

The names and post office addresses of the President, Secretary, and Treasurer, who shall hold office until their successors are elected or appointed or have qualified are:

JENNIFER ROSS (PRESIDENT)
4601 NW 9TH AVE
POMPANO BEACH FL 33064

ROBERT H. VANDERKAY (VICE PRESIDENT)
3426 LAKEVIEW BLVD
DELRAY BEACH 33445

ROBERT H. VANDERKAY (SECRETARY)
3426 LAKEVIEW BLVD
DELRAY BEACH 33445

JENNIFER ROSS (TREASURER)
4601 NW 9TH AVE
POMPANO BEACH FL 33064

(6)

ARTICLE X.

The names and post office addresses of each subscriber and the number of shares of stock which each agrees to take are:

JENNIFER ROSS 250 SHARES
4601 NW 9TH AVE
POMPANO BEACH FL 33064

ROBERT H. VANDERKAY 250 SHARES
3426 LAKEVIEW BLVD
DELRAY BEACH 33445

Total Shares: 500 Shares,

all of the proceeds of which will amount to at least \$ 500.00

ARTICLE XIAmendment.

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute. The Directors of this Corporation shall have the power to make or amend the By-Laws and to fix any amount to be reserved for working capital. The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatever. The Corporation shall have a first lien on the shares of its members and upon the dividends due to them for any indebtedness of such members of the Corporation.

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IN WITNESS WHEREOF, we have set our hands and
seals, and acknowledged to be filed in the office of the
Secretary of State the foregoing Certificate of
Incorporation, this 10 day of December 2002

Jennifer Ross

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Jennifer Ross
Signature/Registered Agent

Dec 10 2002
Date

Jennifer Ross
Signature/Incorporator

Dec 10 2002
Date