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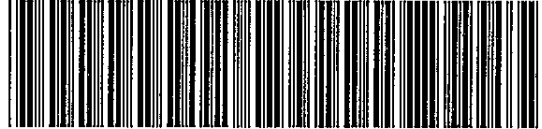
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Richard Gaines GAVE
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FILED
02 DEC 11 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Hometown USA Realty, Inc.
246 Wilshire Blvd.
Casselberry, Florida 32707

December 9, 2002

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

Gentlemen:

Enclosed please find executed Articles of Incorporation for Hometown USA Realty, Inc., together with a check in the amount of \$78.75 covering fees related to filing, designation of registered agent, and certified copy.

In the event that the corporate name is not available, please advise the undersigned at telephone (407) 327-4322.

Thank you for your prompt attention to this matter.

Very truly yours,

Richard H. Gaines
Richard H. Gaines

Enclosure

ARTICLES OF INCORPORATION
OF
HOMETOWN USA REALTY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is **Hometown USA Realty, Inc.**, and its principal place of business shall be located at 246 Wilshire Blvd., Casselberry, FL 32707.

ARTICLE II. CORPORATE EXISTENCE

This Corporation shall commence corporate existence on January 1, 2003, and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III. PURPOSE

The general nature of the business to be transacted by this Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes, may act in any capacity including as an agent or attorney-in-fact for any person or entity.

ARTICLE IV. CAPITAL STOCK

This Corporation is authorized to issue ten thousand (10,000) shares of voting common stock, having a par value of ten cents (\$.10) per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The ~~street~~ address of the initial registered office of this corporation is 266 Ponce de Leon Dr. Winter Springs, Fl. 32708 and the name of the initial registered agent of this corporation at that address is Richard H. Gaines.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is Richard H. Gaines, 266 Ponce de Leon Drive, Winter Springs, FL 32708.

ARTICLE VII. INCORPORATORS

The name and address of the person signing these Articles is
Richard H. Gaines
266 Ponce de Leon Drive
Winter Springs, FL 32708

ARTICLE VIII. BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

Richard H. Gaines
Richard H. Gaines, Subscriber

STATE OF FLORIDA
COUNTY OF Orange

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Richard H. Gaines to me known to be described as the Subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 9th day of December, 2002.

Mary Jean Aldrich
NOTARY PUBLIC



Mary Jean Aldrich
My Commission CC970777
Expires November 24, 2004

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

In pursuance of Chapter 48.091. Florida Statutes, the following is submitted, in compliance with said Act:

First - That Hometown USA Realty, Inc. desiring to organize under the laws of the State of Florida with its initial office, as indicated in the Articles of Incorporation at 246 Wilshire Blvd., Casselberry, FL 32707, has named Richard H. Gaines located at 266 Ponce de Leon Drive, Winter Springs, FL 32708 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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

By: Richard H. Gaines
Richard H. Gaines
Registered Agent

02 DEC 11 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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