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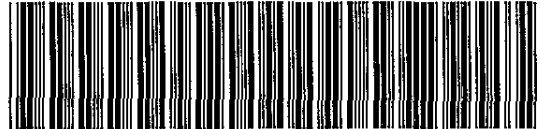
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FL 32399-0001

W03-342
gyl

ALLIANCE PERSONAL SERVICES, INC.
600 N. THACKER AVE., SUITE D42
KISSIMMEE, FL 34743
Phone: 407-944-3900 Fax: 407-944-3901

October 1, 2003

Florida Department of State
Attn: Document Specialist
P.O. Box 6237
Tallahassee, FL 32314

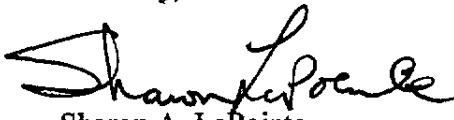
RE: Articles of Incorporation for a "C" Corporation; Poinciana Home Resales, Inc.

Dear Customer Service:

Enclosed please find one original and one copy of the Articles of Incorporation on the above referenced corporation and a check for the filing fee.

Your approval, filing, certification and return of the certified copy to the undersigned will be greatly appreciated. Please call the number above should you require any additional information.

Sincerely,


Sharon A. LaPointe
Paralegal



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 17, 2003

SHARON A. LAPOINTE
ALLIANCE PERSONAL SERVICES, INC.
600 N. THACKER AVE., STE. D42
KISSIMMEE, FL 34743

SUBJECT: POINCIANA HOME RESALES, INC.
Ref. Number: W03000034222

We have received your document for POINCIANA HOME RESALES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filings Section

Letter Number: 703A00062331

**ARTICLES OF INCORPORATION
OF
POINCIANA HOME RESALES, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

POINCIANA HOME RESALES, INC.

The address of the principal office of this corporation shall be:

P.O. BOX 422603, KISSIMMEE, FL 34742

and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 per value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 600 N. Thacker Ave., Suite D42, Kissimmee, Florida 34741, and the name of the initial registered agent of the corporation at that address is Sharon A. LaPointe.

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TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation manager under the direction of its Board of Directors, subject to any imitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

John Mortland
P.O. Box 422603
Kissimmee, FL 34742

Byron Fain
P.O. Box 536008
Orlando, FL 32853

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

John Mortland /President
P.O. Box 422603
Kissimmee, FL 34742

Byron Fain/Secretary/Treasurer
P.O. Box 536008
Orlando, FL 32853

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of C Corporation of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an C corporation as defined therein.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

John Mortland
P.O. Box 422603
Kissimmee, FL 34742

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set
his hand this 7th day of November, 2003.

By John Mortland
John Mortland, Incorporator

I HEREBY CERTIFY, that on this 7th day of November, 2003, before me personally appeared John Mortland as Incorporator of Poinciana Home Resales, Incorporated, a Florida Corporation, on behalf of the corporation. He is personally known to me or he has _____ produced the identification identified below, who is the persons described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is his free act and deed for the uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me the undersigned Notary Public by my hand and official seal, the day and year last aforesaid.

✓ To me personally known
 Identified by his/her Driver's License

Notary Public: Sharon A. LaPointe
Typed Name: Sharon A. LaPointe
My commission expires: 8-3-2005
Commission No.: DD042294



Sharon A. LaPointe
Commission # DD042294
Expires Aug. 3, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

AFFIDAVIT OF OWNERSHIP

I, the undersigned, on this 7th day of November, 2003, herein referred to as the affiant, who being first duly sworn upon oath, deposes and says under penalty of perjury.

That the ownership of Poinciana Home Resales, Incorporated is as follows:

John Mortland
P.O. Box 422603
Kissimmee, FL 34742

Byron Fain
P.O. Box 536008
Orlando, FL 32853

That the undersigned agrees that the ownership of the entity referred to above shall remain unchanged until amended by all the directors and all directors give approval to a change.

Poinciana Home Resales, Incorporated

Attest:

Sharon LaPointe
Witness

BY:

John W. Mortland
Affiant

State of Florida
County of Osceola

I HEREBY CERTIFY, that on this 7th day of November, 2003, before me personally appeared John Mortland and Byron Fain as owners of Poinciana Home Resales, Incorporated, a Florida Corporation, on behalf of the corporation. They are ✓ personally known to me or they have produced the identification identified below, who are the persons described in and who executed the foregoing instrument, and who after being duly sworn says that the execution hereof is their free act and deed for the uses and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me the undersigned Notary Public by my hand and official seal, the day and year last aforesaid.

✓ To me personally known
 Identified by his/her Driver's License

Notary Public: Sharon A. LaPointe
Typed Name: Sharon A. LaPointe
My commission expires: 8-3-2005
Commission No.: DD 042294

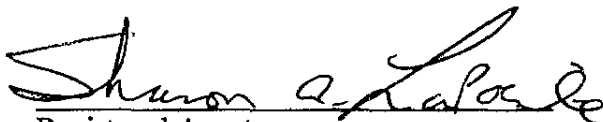


Sharon A. LaPointe
Commission # DD 042294
Expires Aug. 3, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTRERD AGENT

Certificate of Registered Agent of **POINCIANA HOME RESALES, INCORPORATED**, pursuant to Florida Statutes, Section 49.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at, 600 N. Thacker Ave., Suite D42, Kissimmee, Florida 34741 has named Sharon A. LaPointe, located at 600 N. Thacker Ave., Suite D42, Kissimmee, Florida 34741 as its registered agent to accept service of process within this state. Under that acknowledgement having been named registered agent to accept service of process for the above stated corporation at the place designated in this certificate and being familiar with the obligations of that positions, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law in keeping open said office.


Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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