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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Harbour Luxury Homes, Inc	
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	Art of Inc. File
<u></u>	LTD Partnership File
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	Trade/Service Mark
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	Art. of Amend. File
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ARTICLES OF INCORPORATION

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HARBOUR LUXURY HOMES, INC.

ARTICLE I

(Name)

The name of this corporation is Harbour Luxury Homes, Inc.. The address of the corporation is 2230 Sunrise Boulevard, Fort Myers, FL 33907.

ARTICLE II

(Duration)

The corporation shall exist perpetually, unless sooner terminated according to law. Its existence shall commence upon the signing of these_Articles.

ARTICLE III

(Purpose)

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the law of the State of Florida.

ARTICLETY

(Capital Stock)

This corporation is authorized to issue 100 shares of common stock with a par value of \$10.00 per share.

ARTICLE Y

(Initial Registered Office and Agent)

The street address of the initial registered office of this corporation is 2230 Sunrise Boulevard, Fort Myers, Florida 33907 and the name of the initial registered agent of this corporation

TALLAHASSEE, FLORIDA

at that address is John R. Spence.

ARTICLE VI

(Initial Board of Directors)

The corporation shall have one (1) Director(s) initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial Director(s) of this corporation is:

John R. Spence 2230 Sunrise Boulevard Fort Myers, FL 33907

ARTICLE VII

(Voting Rights)

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VIII

(Amendment)

This corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, or an amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of April, 2004.

John R. Spence

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STATE OF FLORIDA COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, John R. Spence, who is personally known to me or who has produced ________ as identification and who did () take an oath (

My commission expires:

Susan Calabrese Commission #DD211770 Expires: May 13, 2007 Bonded Thru Atlantic Bonding Co., Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

John R. Spence Registered/Agent

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TALLAHASSEE, FLORIF