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04 SEP 13 PM 2:22

SEP 13 2004
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

HomeDevco Tivoli Isles, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
HOMEDEVCO TIVOLI ISLES, INC..**

In compliance with Chapter 607 and/or Chapter 621 of the Florida Statutes.

ARTICLE I. NAME

The name of the corporation is HomeDevco Tivoli Isles, Inc. (the "Corporation")

ARTICLE II. PRINCIPAL OFFICE

The principal office of the Corporation is 5350 West Atlantic Ave., Suite 100, Delray Beach, Florida 33484. The mailing address of the Corporation is 5350 West Atlantic Ave., Suite 100, Delray Beach, Florida 33484.

ARTICLE III. PURPOSE

The purpose of the Corporation is to construct real estate developments and to engage in all activities necessary or incidental in connection therewith, and in general to carry out any and all activities allowed a corporation organized under the Florida Statutes.

ARTICLE IV. SHARES

The number and class of shares of stock the Corporation has the authority to issue is One Thousand (1,000) shares of common voting stock, \$.01 par value per share.

ARTICLE V. INITIAL DIRECTORS

Richard A. Swartz and Andrew Steinberg shall be the initial directors of the Corporation, each to serve subject to the Corporation's bylaws and until their successor is duly appointed and qualified. The address of Richard A. Swartz and Andrew Steinberg is 5350 West Atlantic Ave., Suite 100, Delray Beach, Florida 33484.

ARTICLE VI. REGISTERED AGENT

The name and street address of the initial Registered Agent is Richard A. Swartz, 5350 West Atlantic Ave., Suite 100, Delray Beach, Florida 33484.

ARTICLE VII. INCORPORATOR

The name and address of the Incorporator is Gerard Goldstein, Esq., c/o Seyfarth Shaw, Two Seaport Lane, Suite 300, Boston, MA 02210.

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SECRETARY
DIVISION

SEP-14-2004 10:41

CT. CORPORATION

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SEP. 10. 2004 2:42PM

NO. 2627 P. 5

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.

Signature/Registered Agent

8-31-04
Date

Signature/Incorporator

8-31-04
Date

SEP 14 2004
DIVISION OF REVENUE
04 SEP 13 PM 2:22

BO115664288.1

SEP-10-2004 02:36

6179454801

97%

P.05

TOTAL P.04