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KELRY FINANCIAL SVS.

1451 W. CYPRESS CREEK RD

FT LAUDERDALE FL. 33309

(City/State/Zip/Phone #)

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(Business Entity Name)

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is
HOMES USA REAL ESTATE ,INC

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

1451 West Cypress Creek Road, Suite 300
Fort Lauderdale, FL 33309

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1451 West Cypress Creek Road, Ft. Lauderdale, Florida 33309 and the name of the initial registered agent of this corporation at that address is Todor Stefan (a Florida Corporation or an individual).

ARTICLE VII – INITIAL BOARD OF DIRECTORS

The corporation shall initially have 1 Director(s) to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office, or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The names and addresses of the initial Directors are:

TODOR STEFAN

7309 NW 62 St.
Tamarac, FL. 33321

ARTICLE VII – INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Todor Stefan
7309 NW 62 St.
Tamarac, FL 33321

ARTICLE IX – INDEMNIFICATION

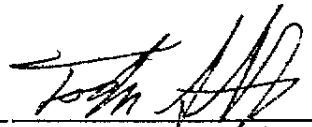
The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X – AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: 12/20/04



Todor Stefan
Incorporator / Registered agent

Director

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