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FLORIDA PROFIT CORPORATION OR P.A.

REM REAL ESTATE VENTURES INC.

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J. Shivers APR 18 2005

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ARTICLES OF INCORPORATION

REM REAL ESTATE VENTURES INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is **REM REAL ESTATE VENTURES INC.**

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Two Hundred, (200), all of which shall be without par value.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

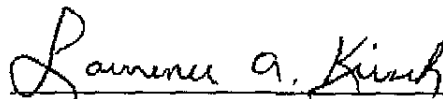
3525 West Price Avenue
Tampa, Florida 33611

ARTICLE VI INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Lawrence A. Kirsch
90 State Street
Albany, New York 12207

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of April, 2005.



LAWRENCE A. KIRSCH

05 APR 15 AM 8:43
FLORIDA
DIVISION OF CORPORATE
REGISTRATION

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Corporation is:

REM REAL ESTATE VENTURES INC.

2. The name and address of the registered agent and office is:

Joseph Messina

(Name)

3523 West Price Avenue

(P.O. Box NOT acceptable)

Tampa, FL 33611

(City/State/Zip)

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DIVISION OF CONSUMER AFFAIRS
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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature

4/15/05
Date

CR2E064(2/00)

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