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U.S. DEPARTMENT OF JUSTICE  
FEDERAL BUREAU OF INVESTIGATION  
WASHINGTON, D.C. 20535

4/19/✓

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ARTICLES OF INCORPORATION  
OF  
Villas Di Mare South, Inc.

FILED  
05 APR 14 PM 3:33  
CLERK OF THE STATE  
TALLAHASSEE, FLORIDA

**Name.**

The name of the Corporation is set forth above.

**2. Principal Office and Registered Agent.**

Its registered agent, registered office and principal office in the State of Florida is: Nathan Lemons 18908 Lakes Edge Way, Odessa Florida 33556.

**3. Purposes.**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

**4. Capital Stock.**

The total number of shares of capital stock that the Corporation shall have authority to issue is 100, all of which are to be common stock with no par value.

**5. Incorporator and Initial Officer and Director.**

The name and mailing address of the Incorporator is Nathan Lemons 18908 Lakes Edge Way, Odessa Florida 33556. The initial officer and Director is Joseph Daniele, who shall hold office for the first year of the corporations existence or until a successor is elected.

**6. Existence.**

The Corporation is to have perpetual existence.

**7. Liability of Stockholders.**

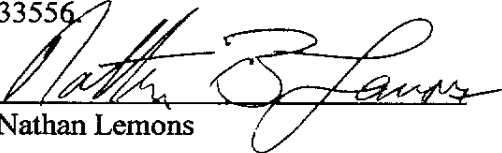
The private property of the stockholders shall not be subject to the payment of corporate debts.

I, the undersigned, the Incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my/our hand this 8th day of April, 2005.

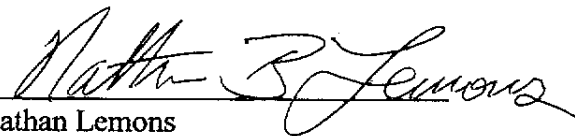
  
Nathan Lemons

Certificate Designating Registered Agent and Office

Villas Di Mare South, Inc. designates Nathan Lemons as its Registered Agent and the Registered Office of the Registered Agent in Florida is 18908 Lakes Edge Way, Odessa Florida 33556.

  
Nathan Lemons

I, Nathan Lemons, having been named to accept service of process for the above named Corporation, at the place designated above in this certificate, and I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of section 607.325 Florida Statutes.

  
Nathan Lemons

Dated April 8, 2005

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05 APR 14 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA