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05 MAY 27 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
ROBERT ABRAHAM, P.A.

A PROFESSIONAL ASSOCIATION
149 SOUTH RIDGEWOOD AVENUE
Suite 500
DAYTONA BEACH, FLORIDA 32114

TELEPHONE (386) 258-1222
FACSIMILE (386) 271-1110

E-MAIL:
robertabraham@mindspring.com

May 25, 2005

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Devonshire Fine Homes, Inc.

Gentlemen:

Enclosed are the original and one copy of the proposed articles of incorporation for the above named corporation and a registered agent designation.

We would appreciate your filing the Articles of Incorporation as soon as possible and forwarding one certified copy of the articles of incorporation to me on the date of filing.

Our check in the amount of \$78.75 to cover your costs is also enclosed.

Thank you for your assistance in this matter.

Sincerely,



Robert Abraham

RA:cm
Enclosures
TE004.1

APPROVED
AND
FILED

ARTICLES OF INCORPORATION

05 MAY 27 PM 1:41

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEVONSHIRE FINE HOMES, INC.
A Florida Corporation

ARTICLE 1
NAME

The name of this corporation is Devonshire Fine Homes, Inc.

ARTICLE 2
TERM OF EXISTENCE

The term of existence of this corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing of these articles of incorporation by the Department of State of the State of Florida.

ARTICLE 3
PURPOSE

The purpose for which this corporation is organized is to engage in any or all lawful business or businesses.

ARTICLE 4
ADDRESS

The street address of the initial principal office and the mailing address, of this corporation are as follows:

Street address: 149 South Ridgewood Avenue, Suite 500
Daytona Beach, Florida 32114

Mailing address: P.O. Box 291187
Port Orange, Florida 32129

ARTICLE 5
CAPITAL STOCK

The number of shares of stock this corporation is authorized to issue is 1,000 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE 6
REGISTERED OFFICE; REGISTERED AGENT

The street address of this corporation's initial registered office is 149 South Ridgewood Avenue, Suite 500, Daytona Beach, Florida 32114 and the name of its initial registered agent at that office is Robert Abraham.

ARTICLE 7
INCORPORATOR

The name and address of the incorporator of this corporation are as follows:

Bernadette P. Tomanek
P.O. Box 291187
Port Orange, Florida 32129

The undersigned incorporator has executed these articles of incorporation this 24th day of May, 2005.



Bernadette P. Tomanek

APPROVED
AND
FILED

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

05 MAY 27 PM 1:41

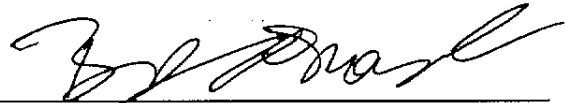
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the corporation is: Devonshire Fine Homes, Inc.
2. The name and address of the registered agent and office are:

Robert Abraham
149 South Ridgewood Avenue, Suite 500
Daytona Beach, Florida 32114

Dated May 24, 2005.



Bernadette P. Tomanek

STATEMENT OF ACCEPTANCE

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, 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 and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated May 24, 2005.



Robert Abraham