

**Electronic Articles of Incorporation
For**

P06000108156
FILED
August 18, 2006
Sec. Of State
jshivers

TRI POINTE HOLDINGS INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TRI POINTE HOLDINGS INC.

Article II

The principal place of business address:

1212 NORTH EAST 176 TERRACE
NORTH MIAMI BEACH, FL. US 33162

The mailing address of the corporation is:

1212 NORTH EAST 176 TERRACE
NORTH MIAMI BEACH, FL. US 33162

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

99

Article V

The name and Florida street address of the registered agent is:

SHLOMO FRIEDMAN
1212 NORTH EAST 176 TERRACE
NORTH MIAMI BEACH, FL. 33162

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SHLOMO FRIEDMAN

Article VI

The name and address of the incorporator is:

SHLOMO FRIEDMAN
1212 NORTH EAST 176 TERRACE

NORTH MIAMI BEACH, FLORIDA, 33162

Incorporator Signature: SHLOMO FRIEDMAN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
JEREMY S EISENBERGER
1270 NORTH EAST 174 STREET
NORTH MIAMI BEACH, FL. 33162 US

Title: VP
ELI S RIESEL
17601 NORTH EAST 7TH PLACE
NORTH IAMI BEACH, FL. 33162 US

Article VIII

The effective date for this corporation shall be:

08/20/2006