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FAX NO

P. 03

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To:
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From:
Account Name : ADORNO & YOSS, P.A.
Account Number : 076247002423
Phone : (954) 763-1200
Fax Number : (954) 766-7800

FLORIDA PROFIT/NON PROFIT CORPORATION

NORTHSTAR HOMES, INC.

Certificate of Status	0
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P. 01

ADORNO & YOSS

A LIMITED LIABILITY PARTNERSHIP
350 EAST LAS OLAS BOULEVARD, SUITE 1700
FORT LAUDERDALE, FLORIDA 33301-4217
PHONE: (954) 763-1200, FAX: (954) 766-7800
WWW.ADORNO.COM

KENNETH P. WURTENBERGER

DIRECT LINE: (954) 766-7870
EMAIL: KWURTENBERGER@ADORNO.COM

December 7, 2007

VIA FACSIMILE – (850) 617-6381

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**Re: Articles of Incorporation - Northstar Homes, Inc.
Reference No.: W07000059486**

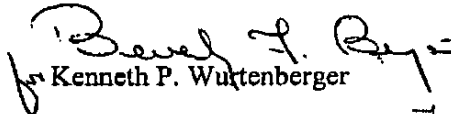
Dear Sir/Madam:

Please be advised that the principals and affiliates of Northstar Homes, Inc. (the to-be-formed corporation) are also the owners of the Trademark "Northstar Homes" (Document No. T03000000058). We are therefore resubmitting this document to you for processing.

Kindly proceed to incorporate the new entity "Northstar Homes, Inc." with evidence of such filing to us as soon as possible. Additionally, please note that the Ref: W07000059500 bears the same fax audit number and should be deleted.

Your attention to this matter is greatly appreciated.

Very truly yours,


for Kenneth P. Wurttenberger

KPW/bb

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12/7/2007 10:34 PAGE 001/001 Florida Dept of State

P. 02



December 7, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ADORNO & YOSS, P.A.

SUBJECT: NORTHSTAR HOMES, INC.
REF: W07000059486

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is T03000000058 (NORTHSTAR HOMES).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6870.

Karen Saly
Regulatory Specialist II

FAX Aud. #: H07000293932
Letter Number: 107A00069085

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FAX NO.

PAGE 001/001

Florida Dept of State

P. 02



December 7, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

NORTHSTAR HOMES, INC.

SUBJECT: NORTHSTAR HOMES, INC.
REF: W07000059486

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please refax the whole document is not coming through.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist Supervisor

FAX And. #: H07000293932
Letter Number: 507A00069168

H07000293932 3

ARTICLES OF INCORPORATION
OF
NORTHSTAR HOMES, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of this Corporation shall be: NORTHSTAR HOMES, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 14406 Military Trail, Delray Beach, Florida 33484.

ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 100 shares of common stock, par value \$.001 per share.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

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ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be: Scott Worley, 14406 Military Trail, Delray Beach, Florida 33484.

ARTICLE VII
BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially.

ARTICLE VIII
INITIAL DIRECTORS

The name and address of the initial Director of this Corporation are:

David Ettinger
Scott Worley
14406 Military Trail
Delray Beach, FL 33484

The persons named as initial Directors shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Scott Worley, 14406 Military Trail, Delray Beach, FL 33484.

ARTICLE X
INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

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ARTICLE XI
AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE XII
CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 10th day of December, 2007.



Scott Worley, Incorporator

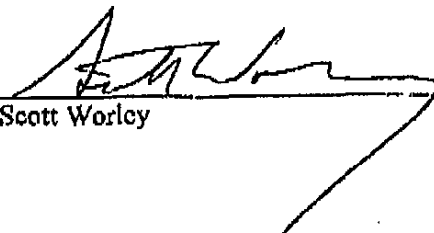
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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

NORTHSTAR HOMES, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 14406 Military Trail, Delray Beach, Florida 33484 has named Scott Worley, whose address is 14406 Military Trail, Delray Beach, Florida 33484 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Scott Worley

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