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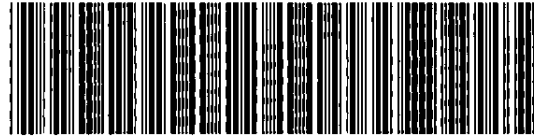
(Business Entity Name)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

B. McKnight MAY 29 2009

MONTELLO & ASSOCIATES, P.A.

**2750 N.E. 185th Street, Suite 306
Aventura, Florida 33180**

Telephone: (305) 682-2000

Facsimile: (305) 682-3669

May 27, 2009

VIA FEDEX

Secretary of State
Division of Corporations – Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Goode Homes, Inc. (the “Company”)

Ladies and Gentlemen:

Enclosed please find two original sets of the Company's Articles of Incorporation along with our check for \$70.00 in payment of the filing fee. Please return the filed articles of incorporation to us. If you have any questions, please call us.

Sincerely,

A handwritten signature in black ink, appearing to read 'Louis R. Montello', with a stylized, cursive script.

Louis R. Montello

Enclosures

**ARTICLES OF INCORPORATION
OF
GOODE HOMES, INC.**

**ARTICLE I
Name**

The name of the corporation is Goode Homes, Inc. (the "Corporation").

**ARTICLE II
Principal Office**

The address of the principal office and the mailing address of the Corporation is

1212 Cortez Street
Coral Gables, Florida 33134

**ARTICLE III
Capital Stock**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$.01	common

**ARTICLE IV
Initial Registered Office**

The street address of the Corporation's initial registered office in the State of Florida is 2750 N.E. 185th Street, Suite 306, City of Aventura, County of Miami-Dade, Florida 33180 and the name of its initial registered agent at such office is Louis R. Montello.

**ARTICLE V
Board of Directors**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until his successor is duly elected and qualified is:

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MIAMI-DADE COUNTY, FLORIDA

Lynn H. Goode
1212 Cortez Street
Coral Gables, Florida 33134

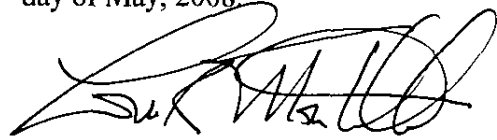
ARTICLE VI
Incorporator

The name of the Incorporator is Louis R. Montello and the address of the Incorporator is 2750 N.E. 185th Street, Suite 306, Aventura, Florida 33180.

ARTICLE VII
Indemnification

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 27th day of May, 2008.



Louis R. Montello,
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Goode Homes, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes § 607.0505.



Louis R. Montello,
Registered Agent

May 27, 2009

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TALLAHASSEE, FLORIDA