

**P95000050202**

**ICARD, MERRILL, CULLIS, TIMM,  
FUREN & GINSBURG, P.A.**

ATTORNEYS AND COUNSELLORS

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SARASOTA, FLORIDA 34237

(941) 366-8100

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REPLY TO: P.O. BOX 4195  
SARASOTA, FLORIDA 34230

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POSTAL DRAWER 3430  
TAMPA, FLORIDA 33601  
(813) 221-2100

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(813) 229-0550

STEVEN R. GREENBERG  
WRITER'S DIRECT LINE  
(941) 366-8216

June 19, 1995

File No. 29592-31210

Office of the Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

500001521805  
-06/23/95--01044--008  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Homes & Dreams Realty, Inc.

Dear Sir or Madam:

Enclosed please find the original and one (1) duplicate copy of the Articles of Incorporation of the above-captioned corporation. Please file the Articles and return a copy to me at the above address. We are enclosing herewith a check in the amount of \$122.50 to cover the filing.

If you have any questions regarding the contents of this letter or the enclosures, please do not hesitate to call me. Thank you for your courtesies and cooperation.

Very truly yours,

  
Steven R. Greenberg, Esquire

SRG:cw  
Enclosures

FILED  
95 JUN 23 AM 9:03  
TALLAHASSEE, FLORIDA

68 JUN 28 1995

**ARTICLES OF INCORPORATION**  
**OF**  
**HOMES & DREAMS REALTY, INC.**

FILED  
95 JUN 23 AM 9:04  
TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of the corporation shall be HOMES & DREAMS REALTY, INC. and the principal office and mailing address is 2675 Bryce Lane, Sarasota, Florida 34231.

**ARTICLE II. DURATION**

This corporation shall exist perpetually.

**ARTICLE III. PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue 500 shares of \$1.00 par value common stock which shall be designated "Common Shares".

**ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2675 Bryce Lane, Sarasota, Florida 34231, and the name of the initial registered agent of this corporation at the address is PHILLIP DeFREEST.

**ARTICLE VI. INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time, by By-Laws which shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Phillip DeFreest  
2675 Bryce Lane  
Sarasota, Florida 34231

#### **ARTICLE VII. INCORPORATOR**

The name and address of the person signing these Articles is:

Phillip DeFreest  
2675 Bryce Lane  
Sarasota, Florida 34231

#### **ARTICLE VIII. TRANSFERABILITY OF SHARES**

Any and all of the stockholders of this corporation may from time to time enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof; and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be stamped, written, or printed upon the certificate representing said shares, and the By-Laws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

#### **ARTICLE IX. TRANSACTION WITH INTERESTED**

##### **DIRECTORS OR OFFICERS**

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or any individual or firm shall be in any way affected or invalidated by the fact that any of the Directors or Officers of this corporation are interested in such contract or transaction, provided that such interest shall be fully disclosed or otherwise known to the Board of Directors in the meeting of such Board at which such contract or transaction is authorized or confirmed, and provided, however, that any such Directors of this corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the board of Directors of this corporation which shall authorize or confirm such contract or transaction, and any such Director may vote thereon to authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

**ARTICLE X. REPLACING STOCK CERTIFICATES**

The Board of Directors, may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed certificates.

**ARTICLE XI. AMENDMENT**

These Articles of Incorporation may be amended in any manner provided by law.


**ARTICLE XII. INDEMNIFICATION**

The corporation shall indemnify any Director or Officer or any former Officer or Director to the full extent permitted by law.

**ARTICLE XIII. DATE OF COMMENCEMENT**

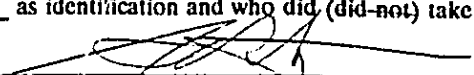
The date of commencement of this corporation shall be the date of filing these Articles of Incorporation with the Department of State, State of Florida.

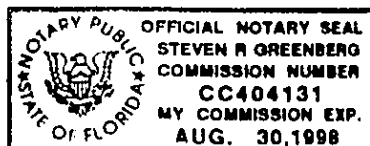
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of JUNE, 1995.

  
PHILLIP DeFREEST  
Incorporator

STATE OF FLORIDA       )  
                                  ) SS  
COUNTY OF SARASOTA    )

The foregoing instrument was acknowledged before me this 19 day of JUNE, 1995, by PHILLIP DeFREEST. He is personally known to me or has produced \_\_\_\_\_ as identification and who did (did-not) take an oath.

  
Print Name: STEVEN R. GREENBERG  
Notary Public, State of Florida at Large  
Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



**ACCEPTANCE BY REGISTERED AGENT**

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.

Dated: JUNE 19, 1995.

Phillip L. DeFreest  
PHILLIP D. FREEST  
Registered Agent

FILED  
95 JUN 23 AM 9:04  
TALLAHASSEE, FLORIDA