DIVISION OF CORPOR OFFICE USE ONLY 3 3304 000001546590 -07/26/95--01038--031 ****131.25 ****131.25 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Document #) (Corporation Name) (Document #) Certified Copy Walk in Pick up time Certificate of Status Will wait Photocopy Mail out **NEW FILINGS** AMENDMENTS **Profit** Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership

Name Reservation

Reinstatement

Trademark

Other

R CHESSER JUL 2 6 1995

Examiner's Initials

ARTICLES OF INCORPORATION

OF

Business Solutions Of South Florida, Inc.

The undersigned incorporator hereby forms a corporation of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

Business Solutions of South Florida, Inc.

The address of the principal office of this corporation shall be 2701 E. Sunrise Blvd., Suite 217, Ft. Lauderdale, Fl 33304 and the mailing address shall be 2701 E. Sunrise Blvd., Suite 217, Ft. Lauderdale, Fl 33304.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized at any one time is 1,000 shares of common stock having \$0.001 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2701 E. Sunrise Blvd., Suite 217, Ft. Lauderdale, Fl 33304, and the name of the initial registered agent of the corporation is Kim Holcomb.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The number of directors of the corporation may be increased or decreased through time pursuant to the By-Laws but never to be less than that minimum required by law.

The board of directors will be named at a future date.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Kim Holcomb 2701 E. Sunrise Bivd., Suite 217 Pt. Lauderdale, Fl 33304

IN WITNESS THEREOF, the undersigned has hereung set their hand and seal on July 24, 1995.

Kim Holcomb

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned, Kim Holcomb, as registered agent, having an address identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statute.

Kim Holcomb



ACCOUNT NO. : 072100000032

REFERENCE : 187602

7120271

AUTHORIZATION

COST LIMIT : \$ 87.50

ORDER DATE: December 13, 1996

ORDER TIME : 11:20 AM

ORDER NO. : 187602-005

CUSTOMER NO: 7120271

300002029073--7 -12/13/96--01075--016 *****87.50 ******87.50

CUSTOMER: Philip A. Bachi, President

Homes By Infinity, Inc.

10420 West Atlantic Boulevard

Pompano Beach, FL 33071

DOMESTIC AMENDMENT FILING

NAME:

BUSINESS SOLUTIONS OF SOUTH

FLORIDA, INC.

EFFICTIVE DATE:

_ ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY

___ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

BUSINESS SOLUTIONS OF SOUTH FLORIDA, INC.

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION:

FIRST: Amendment adopted: Change of Name of Corporation to:

HOMES BY INFINITY, INC.

SECOND: This Amendment does not call for an exchange, reclassification or cancellation of issued shares.

THIRD: The date of the adoption of the Amendment is DECEMBER 11, 1996.

FOURTH: Adoption of Amendment:

- The Amendment was adopted by the incorporator or Board of Directors without Shareholder action and Shareholder action was not required.
- The Amendment was approved by the Shareholders. The number of votes cast for the Amendment was sufficient for approval.
- ___ The Amendment was approved by the Shareholders through voting groups.

(The following statement must be separately provided for each voting group entitled to vote separately on the Amendment):

	of votes cas		e Amendment	was
sufficient	for approval	. by	NONE	
			(Voting Gro	up)

SIGNED this /2 day of DECEMBER, 1996
BUSINESS SOLUTIONS OF SOUTH FLORIDA, INC.

BY:

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the Shareholders)

(A Director or Incorporator if adopted by the Directors or Incorporators)

KIM HOLCOMB
(Typed or Printed Name)



ACCOUNT NO. : 072100000032

REFERENCE

347209

7120271

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: April 29, 1997

ORDER TIME : 10:12 AM

ORDER NO. : 347209-010

CUSTOMER NO: 7120271

CUSTOMER: Philip A. Bachi, President

Business Solutions Of South 8400 N. University Drive

Suite 201

Fort Lauderdale, FL

DOMESTIC AMENDMENT FILING

NAME: HOMES BY INFINITY, INC.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF

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CERTIFIED COPYC

CERTIFICATE OF GOOD

CONTACT PERSON:

EXAMINER'S INITIALS:

W.P. Verryer

4000021/58904--5 ****35.00

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

HOMES BY INFINITY, INC.

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION:

FIRST: Amendment adopted: Change of Name of Corporation to:

BUSINESS SOLUTIONS OF SOUTH FLORIDA, INC.

SECOND: This amendment does not call for an exchange, reclassification, or cancellation of issued shares.

THIRD: The date of the adoption of the amendment is April 28, 1997.

FOURTH: Adoption of Amendment:

The Amendment was adopted by the incorporator or Board of Directors without Shareholder action and Shareholder action was not required.

SIGNED this 28th day of April, 1997

Holm

HOMES BY INFINITY, INC.

BY:

Director

(Typed or Printed Name)