

P95000064086

CORPORATE ACCESS, INC.
 1116-D THOMASVILLE RD
 TALLAHASSEE, FL 32303
 (904) 222-2666

 (Requestor's Name)

 (Address) *Alund*

 (City, State, Zip) (Phone #)

500001564385
 -08/18/95 - 01036 - 1004
 *****70.00 *****70.00

OFFICE USE ONLY

95 AUG 18 PM 12:20
 TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Rosa Homes Corp (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

Walk in Pick up time *8-18 1:00* *1* Copy
 Mail out Will wait Photocopy Certificate of Status

95 AUG 18 PM 1:13
 DIVISION OF CORPORATION
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials _____

ARTICLES OF INCORPORATION

of

ROSA HOMES CORP.

FILED
95 AUG 18 PM 2:20
ALACHUA COUNTY STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

ROSA HOMES CORP.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 8077 38th Avenue, North, St. Petersburg, Florida 33710.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock at no par value.


ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Roland Creaser, 8077 38th Avenue, North, St. Petersburg, Florida 33710.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Stephen D.M. Robinson, Esquire, Suite 300A, Two Greenville Crossing, 4001 Kennett Pike, Wilmington, Delaware 19807.

The undersigned has executed these Articles of Incorporation this 17th day of August, 1995.


STEPHEN D.M. ROBINSON, ESQUIRE,
Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ROSA HOMES

2. The name and address of the registered agent and office is:

ROLAND CREASER
(Name)
8077 38TH AV N
(P.O. Box not acceptable)
St Petersburg Oh 33710
(City/State/Zip)

RECEIVED
1995 AUG 16 PM 2:20
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
(Signature)

August 15, 95
(Date)

P95000064086

PHILIP W. DANN
ATTORNEY AT LAW
340 FOURTH STREET NORTH
ST. PETERSBURG FLORIDA 33701-2302

TELEPHONE 813 / 822-5656
FAX / MODEM 813 / 823-8005

REAL ESTATE, CORPORATE &
COMMERCIAL TRANSACTIONS

September 6, 1995

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

700001579927
-09/09/95--01009--019
*****35.00 *****35.00

Re: Rosa Homes Corp.

Dear Sir:

Enclosed please find Articles of Amendment together with this firm's check in the amount of \$35.00 for the filing fee.

Very truly yours,
PHILIP W. DANN, ESQ.

Suzanne Goldstone
By: _____
secretary


/s/g
enclosures

FILED
95 SEP -7 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OM
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11/1/95

ARTICLES OF AMENDMENT

1. The name of corporation is presently ROSA HOMES CORP.
2. The amendment to the charter of the corporation adopted by this instrument and by action of the stockholders is changing the name of the corporation to ROSA HOMES, INC.
3. The date of the adoption of this amendment is the 5th day of September 1995, effective upon filing with the office of the Secretary of State.

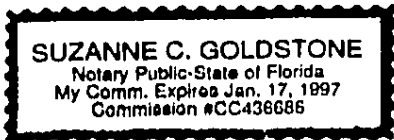

Roland Creaser, sole shareholder


STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 5th day of September 1995, by Roland Creaser, Sole shareholder of Rosa Homes Corp. who is personally known to me or who produced DHIC dr. lic # RA926877 as identification, and who did/did not take an oath.

55 SEP -7 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED




Notary Public SUZANNE C. GOLDSTONE
Print name: SUZANNE C. GOLDSTONE
Commission #: CC436686
My commission expires: 1/17/97