

P950000 7/1408

LEVY, KNEEN, MARIANI, CURTIN, WIENER, KORNFELD & DEL RUSSO

PROFESSIONAL ASSOCIATION

COUNSELORS AT LAW

SUITE 1000

1400 CENTRE PARK BOULEVARD

WEST PALM BEACH, FLORIDA 33401

TELEPHONE (407) 478-4700

FAX NO. (407) 478-5811

JAYNE REGESETER BARKDULL

WRITER'S DIRECT DIAL NO.:

(407) 478-4755

SEP 13 1995
TALLAHASSEE, FLORIDA
H. IRWIN LEVY
OF COUNSEL

September 12, 1995

600001583896
-09/13/95--01051--008
*****100.00 *****100.00

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

VIA FEDERAL EXPRESS

RE: Sunland Homes at Harbor Hills, Inc.
Our File No.: 4896.009

600001583896
-09/13/95--01051--009
*****22.50 *****22.50

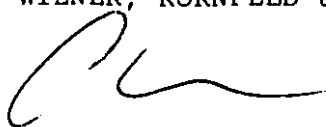
Dear Sir or Madam:

In connection with the above referenced Corporation, enclosed herewith please find original, executed Articles of Incorporation, along with this firm's check in the amount of \$122.50 to cover your costs of filing the same and returning to this firm a certified copy.

Should you have any questions with regard to the enclosed, or require further information, please do not hesitate to call me.

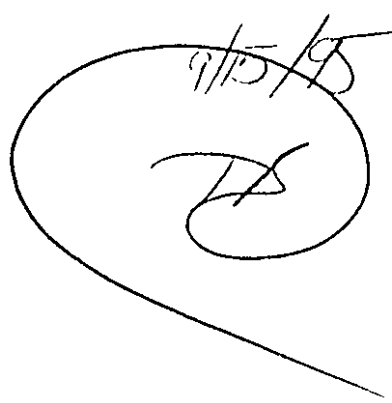
Very truly yours,

LEVY, KNEEN, MARIANI, CURTIN,
WIENER, KORNFELD & DEL RUSSO, P.A.


Candy Feltner
Secretary

enc:

cc: Ms. Cheryl Perry (w/enclosure)

9/15/95


ARTICLES OF INCORPORATION
OF
SUNLAND HOMES AT HARBOR HILLS, INC.

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I -- NAME

The name of the corporation shall be SUNLAND HOMES AT HARBOR HILLS, INC. The principal office and mailing address of the corporation is 1120 Royal Palm Beach Boulevard, Ste. 172, Royal Palm Beach, FL 33411.

ARTICLE II -- DURATION

The corporation shall have perpetual existence.

ARTICLE III -- PURPOSE

The purpose of this corporation is and engaging in any activity or business permitted under the laws of the United States or of this State.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock with a par value of \$1.00 per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address in this state of the initial registered office of the corporation is 1400 Centrepark Boulevard, Ste. 1400, West Palm Beach, Florida 33401, and the name of the initial registered agent at such address is Gary L. Kornfeld.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors are:

Frank E. Young # 172	Chris A. Heine # 172
1120 Royal Palm Beach Blvd.	1120 Royal Palm Beach Blvd.
Royal Palm Beach, FL 33411	Royal Palm Beach, FL 33411

ARTICLE VII -- INCORPORATORS

The names and addresses of the persons signing these Articles are: Chris A. Heine, 1120 Royal Palm Beach Blvd., Royal Palm Beach, FL 33411, and Frank E. Young, 1120 Royal Palm Beach Blvd., Royal Palm Beach, FL 33411.

IN WITNESS WHEREOF, we have made and subscribed these Articles this 11 day of September, 1995.

Chris A. Heine
CHRIS A. HEINE

Frank E. Young
FRANK E. YOUNG

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS.:

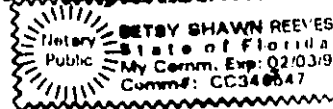
Before me personally appeared Chris A. Heine, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and did take an oath.

WITNESS my hand and official seal this 11 day of September, 1995.

NOTARY SEAL

Betsy Shawn Reeves
NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS.:

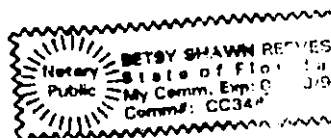


Before me personally appeared Frank E. Young, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed and did take an oath.

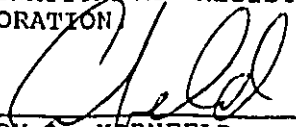
WITNESS my hand and official seal this 11 day of September, 1995.

NOTARY SEAL

Betsy Shawn Reeves
NOTARY PUBLIC
My Commission Expires:



I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET
FORTH IN THESE ARTICLES OF INCORPORATION



GARY L. KORNFELD

FILED
SEP 13 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA