

AVATAR

P960000019443

February 22, 1996

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

RE: Utility Services Group Inc.

200001733862
-03/06/96--01044--012
****175.00 ****175.00

Madam:

Enclosed for filing are the Articles of Incorporation of the above referenced subsidiary and a check in the amount of \$175.00 for the fee related thereto and providing of a certified copy thereof.

Thank you for your assistance.

800001723248
-02/23/96--01044--001
****175.00 ****175.00

Very truly yours,

AVATAR HOLDINGS INC.

Juanita I. Kerrigan

Juanita I. Kerrigan
Vice President & Secretary

JIK/av

~~W96 4388~~

Dme
2-26-96

~~393,694~~
~~308,615,611,671~~
70.00 - F.F.
105.00 - G.C./2
175.00

FILED
96 MAR - 1 AH10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AVATAR

February 29, 1996

VIA FEDERAL EXPRESS

Doris McDuffie
Corporate Specialist Supervisor
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

RE: Utility Services Group Inc.
Reference Number: W96000004282
Letter Number: 996A00008295

Dear Ms. McDuffie:

Enclosed is revised Articles of Incorporation for the above referenced. I trust we have provided all necessary information requested in your letter of February 26.

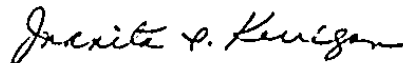
Our check in the amount of \$175.00 is returned herewith. In addition to fees for filing this check includes the fee for providing an additional certified copy of the Articles of Incorporation.

As we wish to enter into an agreement in the name of this subsidiary to become effective Monday, March 4, 1996, we would appreciate the earliest possible filing of the Articles. We have also enclosed a charge-to-recipient Federal Express envelope for mailing of certified copies to us.

Thank you for your assistance in this matter.

Very truly yours,

AVATAR HOLDINGS INC.



Juanita I. Kerrigan
Vice President and Secretary

JIK/av



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 26, 1996

JUANITA I. KERRIGAN
AVATAR HOLDINGS INC.
255 ALHAMBRA CIRCLE
CORAL GABLES, FL 33134

SUBJECT: UTILITY SERVICES GROUP INC.
Ref. Number: W96000004282

We have received your document for UTILITY SERVICES GROUP INC. and check(s) totaling \$175.00. However, your check(s) and document are being returned for the following:

We are returning your check for \$175.00 to be replaced by one in the correct amount of \$122.50.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 996A00008295

ARTICLES OF INCORPORATION
OF
UTILITY SERVICES GROUP INC.

FILED
96 MAR -1 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the Florida General Corporation Act (Chapter 607, Florida Statutes), does hereby certify as follows:

ARTICLE I - NAME

The name of the corporation is Utility Services Group Inc. The registered office address and the principal office address are 255 Alhambra Circle, Coral Gables, FL 33134.

ARTICLE II - DURATION

This corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under this Chapter.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Fifty (50) shares of common stock of \$10.00 par value per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 255 Alhambra Circle, Coral Gables, Florida, 33134, and the name of the initial registered agent of this corporation at that address is Robert B. Gordon.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have four directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the By-Laws. The names and addresses of the initial directors are:

Robert B. Gordon	255 Alhambra Circle Coral Gables, Florida 33134
Dennis J. Getman	255 Alhambra Circle Coral Gables, Florida 33134

Charles L. McNairy 255 Alhambra Circle
Coral Gables, Florida 33134

Gerald S. Allen 4837 Swift Road, Suite # 200
Sarasota, FL 34231

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is: Robert B.
Gordon, 255 Alhambra Circle, Coral Gables, Florida 33134.

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the
Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained
in these Articles of Incorporation, or any amendment hereto, and any right conferred
upon the shareholders is subject to this reservation.

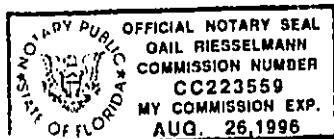
IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 29th day of February 1996.


Robert B. Gordon

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

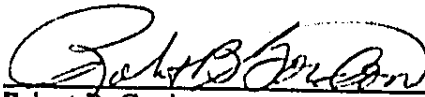
Before me, a notary public authorized to take acknowledgements in the state
and county set forth above, personally appeared Robert B. Gordon, well known to me
and known by me to be the person who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed said Articles of
Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, in the state and county aforesaid, this 29th day of February 1996.




NOTARY PUBLIC

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation. 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.



-Robert B. Gordon

Date: February 29, 1996

FILED
96 MAR -1 11:10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000019443

Requestor's Name

AVATAR UTILITIES INC.
4037 Swift Road, Suite 100
Sarasota, Florida 34231
Telephone (941)924-2222
FAX (941)924-7203

A Unit of Avatar Holdings Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
*****215.001 *****207.000

Office Use Only

MENT NUMBER(S), (if known):

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

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Service

FILED
56 AUG 19 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input 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

PAChg
08/16
8-21

Examiner's Initials

Florida Department of State, Sandra D. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Utility Services Group Inc.

2. The mailing address of the corporation is : 4837 Swift Road, Suite 100
Sarasota, Florida 34231

3. Date of incorporation/qualification: March 1, 1996 Document number: P96000019443

4. The name and address of the current registered agent and office:

Robert B. Gordon
255 Alhambra Circle
Miami, Florida 33134

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Gerald S. Allen
4837 Swift Road, Suite 100
Sarasota, Florida 34231

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Anita J. Chubbuck
(Signature of an officer, chairman or vice chairman of the board)

August 14, 1996
(Date)

Anita J. Chubbuck, Secretary

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Gerald S. Allen
(Signature of Registered Agent)

August 14, 1996
(Date)

If signing on behalf of an entity:

Gerald S. Allen
(Typed or Printed Name)

President and Chairman of the Board
(Capacity)