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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION
NAME: BERMUDA TOWNHOUSES, INC.
FAX AUDIT NUMBER: H96000004320
DATE REQUESTED: 03/26/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
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Fax Audit Number H96000004328

**ARTICLES OF INCORPORATION
OF
BERMUDA TOWNHOUSES, INC.**

ARTICLE I - NAME

The name of this corporation is **BERMUDA TOWNHOUSES, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all legal business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 2438 N.E. 7th Place, Fort Lauderdale, FL 33304, and the name and address of the initial registered agent of this corporation is Harry T. Jones, Jr., at 2438 N.E. 7th Place, Fort Lauderdale, FL 33304.

Fax Audit Number: H96000004328
Prepared by: Thomas M. Clark, Esq.
Thomas M. Clark, P.A.
2400 E. Commercial Blvd. #820
Ft. Lauderdale, Florida 33308
(305) 776-3800
Florida Bar No. 141497

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Harry T. Jones, Jr.
2438 N.E. 7th Place
Fort Lauderdale, FL 33304

ARTICLE VIII - INCORPORATOR

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

Harry T. Jones, Jr.
2438 N.E. 7th Place
Fort Lauderdale, FL 33304

ARTICLE IX - INDEMNIFICATION

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

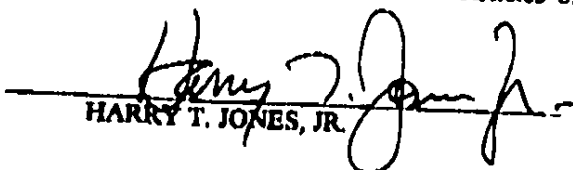
ARTICLE X - AMENDMENT

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.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed this Articles of Incorporation on March 26, 1996.


HARRY T. JONES, JR.

STATE OF FLORIDA

COUNTY OF BROWARD

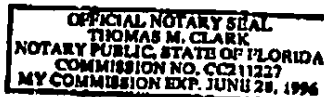
BEFORE ME personally appeared HARRY T. JONES, JR., to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 26th day of March, 1996.


NOTARY PUBLIC

My commission Expires:

(Seal)



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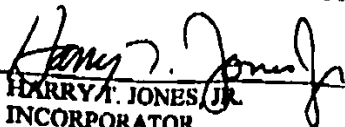
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:**

**FIRST THAT BERMUDA TOWNHOUSES, INC. DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT THE CITY OF FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED
HARRY T. JONES, JR., AT 2438 N.E. 7TH PLACE, FORT LAUDERDALE, FLORIDA,
33304, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.**

SIGNATURE

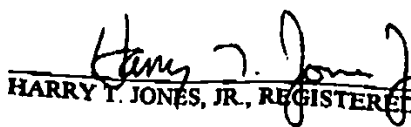

HARRY T. JONES, JR.
INCORPORATOR

TITLE

DATE: MARCH 26, 1996

**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 ACCEPT TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.**

SIGNATURE


HARRY T. JONES, JR., REGISTERED AGENT

DATE:

MARCH 26, 1996

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