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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.

DEPARTMENT OF STATE

54 NW 11TH ST

STATE OF FLORIDA

409 EAST BAINED STREET

MIAMI FL 33136-2890-

010

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: COLONIAL TOWNHOMES, INC.

FAX AUDIT NUMBER: H96000005763

CURRENT STATUS: REQUESTED

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ARTICLES OF INCORPORATION

of COLONIAL TOWNHOMES, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.Article 1: Name of the Corporation: COLONIAL TOWNHOMES, INC.Address of the Corporation: 717 PONCE DE LEON BLVD. Suite 322
CORAL GABLES, FL 33134

Article 2: DURATION: Term of existence of the corporation is perpetual.

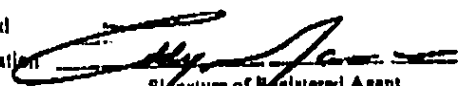
Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 6,000.
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

717 PONCE DE LEON BLVD. Suite 322, CORAL GABLES, FL 33134
and the name of the initial registered agent at such address is EDDY GARCIA

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation


Signature of Registered Agent
EDDY GARCIA6/23/96
Date

Article 6: The board of directors are as follows:

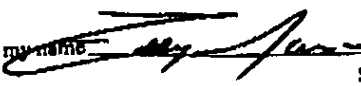
The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. <u>EDDY GARCIA</u>	<u>MARTY CAPARROS</u>
<u>518 EAST 54th STREET</u>	<u>9101 E. BAY HARBOR DRIVE</u>
<u>HALEAH, FL 33013</u>	<u>BAY HARBOR, FL 33156</u>

Article 7: The Name and address of the incorporator is:

<u>EDDY GARCIA</u>	<u>MARTY CAPARROS</u>
<u>518 EAST 54th STREET</u>	<u>9101 E. BAY HARBOR DRIVE</u>
<u>HALEAH, FL 33013</u>	<u>BAY HARBOR, FL 33156</u>

In witness whereof I have subscribed my name


Signature of Incorporator
EDDY GARCIA/MARTY CAPARROSH96-05763
ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571