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TALLAHASSEE, FL 32301-2607
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800-342-8086



networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

P96000101550

REFERENCE : 190481 85185A

AUTHORIZATION : PREPAID

COST LIMIT : \$ 122.50

ORDER DATE : December 16, 1996

ORDER TIME : 4:06 PM

ORDER NO. : 190481-005

CUSTOMER NO: 85185A

700002030097--S
-12/17/96--01033--001
****122.50 ****122.50

CUSTOMER: Mr. Boaz Bar-navon
TRANSWORLD REALTY & MANAGEMENT
CORP
Suite A
1384 Heritage Acre Boulevard
Rockledge, FL 32955

DOMESTIC FILING

NAME: WENTURA CUSTOM HOMES CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

Dmc 12/17/96

FILED
96 DEC 17 AM 9:53 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

FILED

96 DEC 17 AM 9:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WENTURA CUSTOM HOMES CORP.**

ARTICLE I. NAME AND ADDRESS

The name of this corporation shall be: WENTURA CUSTOM HOMES CORP. The principal place of business of this corporation shall be: 1384 Heritage Acres Blvd., Suite A, Rockledge, Fl. 32955.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having no par value.

**ARTICLE IV. REGISTERED AGENT AND INITIAL
REGISTERED OFFICE**

The street address of the initial registered office of the corporation shall be 1384 Heritage Acres Blvd., Suite A, Rockledge, Florida 32955 and the name of the initial registered agent of the corporation at that address is Boaz Bar-Navon.

ARTICLE V. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. DIRECTORS AND OFFICERS

This corporation shall have one director initially. The number may be increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided for by the by-laws, but shall never be less than one. The names and addresses of the initial director and officers of the corporation are:

Boaz Bar-Navon **DIRECTOR, PRESIDENT, TREASURER, SECRETARY**
1305 Gem Circle, Rockledge, Fl. 32955

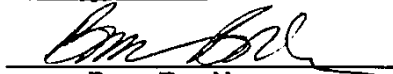
ARTICLE VII. INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is: Boaz Bar-Navon, 1305 Gem Circle, Rockledge, Fl. 32955.

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the by-laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

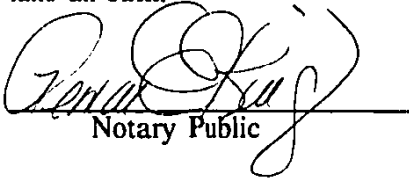
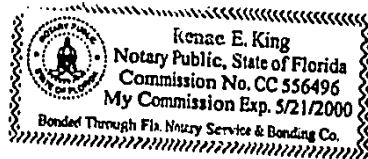
IN WITNESS WHEREOF, the undersigned has hereunto set his hand on the 11th day of December, 1996.



Boaz Bar-Navon
INCORPORATOR

STATE OF FLORIDA)
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 11th day of December 1996 by Boaz Bar-Navon, well known to me to be the person described herein and he acknowledged his signature as being his free act and deed and willingly signed. He did not take an oath.


Notary Public

Having been named to accept service of process for the above stated corporation, at the place designated in this document, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


Boaz Bar-Navon, Registered Agent