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FLORIDA DIVISION OF CORPORATION

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FROM: TODD W. KLISTON, ESQ.
075221000013

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NAME: HOMES OF HILLSBOROUGH, INC.

AUDIT NUMBER.....H97000003228

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLE OF INCORPORATION
OF
HOMES OF HILLSBOROUGH, INC.**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of the corporation is HOMES OF HILLSBOROUGH, INC.

ARTICLE II

NATURE OF BUSINESS

The corporation may transact any lawful business for which corporations may be incorporated under the Florida Business Corporations Act.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock. The consideration paid for each share shall be fixed by the Board of Directors from time to time.

Todd W. Kliston, Esq.
8211 W. Broward Blvd., Suite 375
Plantation, Florida 33324
Florida Bar # 163001
(954) 473-4900

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ARTICLE IV

CERTIFICATES

Shares of the corporation must be evidenced by the issuance of certificates. The form and content of the certificates shall be as prescribed by Florida Law.

ARTICLE V

ADDRESS

The initial street address of the principal office of this corporation is 3008 Drakes Landing Ct, Valrico, FL 33594 and the mailing address is P.O. Box 24230, Tampa, FL 33623

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

INITIAL DIRECTOR

The name and address of the initial Director who shall hold office until his successor is elected and has qualified is:

Jose F. Rodriguez

3008 Drakes Landing Court
Valrico, Florida 33594

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is as follows:

NAME

Todd W. Kliston

ADDRESS

8211 West Broward Boulevard, Suite 375
Plantation, Florida 33324

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FAX AUDIT # H97000003228 8**ARTICLE IX****REGISTERED OFFICE & REGISTERED AGENT**


The street address of the corporation's initial registered agent is 8211 West Broward Boulevard, Suite 375, Plantation Florida 33324 and the name of the initial registered agent at that office is Todd W. Kliston.

ARTICLE X**EFFECTIVE DATE**

The initial date of incorporation shall be effective on the date this document is filed as evidenced by the department of State's date and time endorsement on the original document.

ARTICLE XI**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by Florida Law.

Date: FEB 24, 1997
Todd W. KlistonFAX AUDIT # H97000003228 8

FAX AUDIT #: H97000003228 8**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

IN COMPLIANCE WITH SECTION 607.0403, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST -- HOMES OF HILLSBOROUGH, INC., DESIRING TO ORGANIZE
(name of corporation)

OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS

PRINCIPAL PLACE OF BUSINESS AT CITY OF Valrico,
(city)

STATE OF Florida, HAS NAMED Todd W. Kliston,
(state) (name of registered agent)

LOCATED AT 8211 W. Broward Blvd., Suite 375,
(street address) (post office boxes are not acceptable)

CITY OF Plantation, STATE OF FLORIDA, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY STATE THAT I AM FAMILIAR WITH, AND ACCEPT THE OBLIGATIONS OF THIS POSITION.

SIGNATURE: Todd W. Kliston
(REGISTERED AGENT)

DATE: February 24, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA