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CONTACT: RAY STORMONT  
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NAME: ADRIAN HOME COMMUNITIES AT EAGLE COVE, INC.  
AUDIT NUMBER.....H97000005608  
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
ADRIAN HOME COMMUNITIES AT EAGLE COVE, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

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ARTICLE I

The name of the corporation shall be:

ADRIAN HOME COMMUNITIES AT EAGLE COVE, INC.

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

Section 1. The maximum number of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock, divided into two classes, the designation and par values of each such class being, as follows:

- A) 1,000 shares of Class A Common Capital Stock, having \$.01 par value; and

Document Prepared By:  
Richard A. Alayon, Esq.  
Florida Bar No.: 934290  
Alayon & PeHo, P.A.  
2450 S.W. 297th Avenue, Suite 226  
Miami, Florida 33175  
(305) 221-2110

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B) 9,000 shares of Class B Common, Non-Voting Capital Stock, having \$0.1 par value.

Section 2. All of said shares of both classes shall have equal preferences, limitations and relative rights, except that the Class B Non-Voting Capital Stock shall have no voting rights whatsoever, either individually or as a class.

ARTICLE V

The initial registered agent of the corporation and his street address:

Richard A. Alayon, Esq.  
Alayon & Peña, P.A.  
2450 S.W. 137th Avenue  
Suite 226  
Miami, Florida 33175

ARTICLE VI

The principal business address of the of the corporation shall be:

2460 S.W. 137th Avenue  
Suite 238  
Miami, Florida 33175

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be the number of persons whose names are set forth below. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and his successor shall have been elected and qualified or until his earlier resignation, removal from office, or death, is:

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<u>Name</u>	<u>Address</u>
Pedro J. Adrian	2460 S.W. 137th Avenue Suite 238 Miami, Florida 33175
Alvaro Adrian	2460 S.W. 137th Avenue Suite 238 Miami, Florida 33175

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
Pedro J. Adrian	2460 S.W. 137th Avenue Suite 238 Miami, Florida 33175

Executed at Miami, Florida on March 31, 1997.

Incorporator

  
PEDRO J. ADRIAN

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STATE OF FLORIDA )  
 ) ss:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 31 day of March, 1997 by PEDRO J. ADRIAN, a resident of the State of Florida, who is personally known to me or who has produced his Florida Drivers License as identification.

Patricia Alonso  
Notary Public  
State of Florida at Large  
Stamp or Seal:



PATRICIA ALONSO  
My Comm Exp. 4/02/98  
Bonded By Service Ins  
No. CC351476  
Notary Public 1102 or 110

My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of ADRIAN HOME COMMUNITIES AT EAGLE COVE, INC., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.0505.

R. Alan Alayon  
RICHARD ALAN ALAYON, ESQ.

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