MIAMI, FLORIDA	A/E MDUS/RIE, No. Dr'schame/ NUE, SUITE: 16 Address 33174 (305)552-5973	80000219 -06/03/97 ****122.50	375.81
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):			
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Sandra B. Mortham Secretary of State

June 3, 1997

LAZARUS

MIAMI, FL

SUBJECT: THE GARDENS CORP. Ref. Number: W97000012962

We have received your document for THE GARDENS CORP. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, gr it is not distinguishable from the name of an existing entity. Simply adding of Florida" or "Florida" to the end of an entity name **DOES NOT** constituters difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to $ensure \mathfrak{L}$ that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 097A00029929

REC

SEIVED

ARTICLES OF INCORPORATION

OF

THE UNDF' SIGNED, has executed to following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rigt duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLEI

The name of this corporation shall be:

THE GARDENS HOME CORP.

THE GARDENS HOME CORF

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This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and obje 's and purposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as nature persons might do, viz:

(1) Transact any and all lawful business.

1

(2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its coporate name i all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated:

Tu cell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, a juse its credit to assist, its officers and employees in accordance with Florida Liatute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, ow., hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other literests in, or obligations of, other domestic or foreign corporations, associations, partnerships, c lividuals, or direct or

Page 1

Indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.014;

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 500 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of $s \rightarrow ck$ of this corporation.

ARTICLE V

3157 W 78 Place

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

Reqisterea Agent

BARBARA E. Paz

HIALEAH FL 33016

The initial Board of Directors shall consist of a total of 1 paddress of the person(s) who is to serve as an initial director(s) is:

> BARBARA E PAZ 3157 W 78 Place HIALEAH FL 33016

person(s) and the name and

PRESIDENT JICE PRESIDENT

Page 2

ARTICLE VII

The address of the principal office of this corporation is:

THE GARDENS HOME CORP.

3157 W 78 Place HIALEAH FL 33016

ARTICLE VIL

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

BARBARA E PAZ

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)

3157 W 78 Place HIALEAH FL 33016

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these articles of incorporation this_______ day of _______, 19 97

> BARBARA E PAZ 3157 W 78 Place HIALEAH FL 33016

> > ٤

۰,

Having been named as registered agent ant to accept service of process for the above Stated Corporation.

STATE OF FLORIDA

COUNTY OF DADE)

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Before me, a notary public authorized to take acknowledgements in the state and county set fourth above, personally appeared known by me to be the person(s) who exec. ...d the foregoing articles of incorporation, and he (they) acknowledged before me that he (, zy) executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this ______ duy of ______, 19

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

JUN -5

PH 3: 49

My commission expires: