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THE UNITED STATES
CORPORATION
COMPANY

RECEIVED
JUN 18 PM 3:27
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 432689 11125A

AUTHORIZATION :

Patricia P. P.

COST LIMIT : \$ 70.00

ORDER DATE : June 18, 1997

ORDER TIME : 1:13 PM

ORDER NO. : 432689-005

000002216600--3

CUSTOMER NO: 11125A

CUSTOMER: Ms. Dee Wright
EDWARD M. KAY, P.A.

Suite 4f
633 Southeast Third Avenue
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: SMILEN HOMES AT WELLEBY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

FILED
JUN 13 PM 8:35
TALLAHASSEE, FLORIDA

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84 JUN 19 1997

ARTICLES OF INCORPORATION
OF
SMILEN HOMES AT WELLEBY, INC.

FILED
97 JUL 13 AM 9:35
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SMILEN HOMES AT WELLEBY, INC.

The address of the principal office of this corporation shall be 3440 Southwest 117th Avenue, Davie, Florida 33330, and the mailing address of the corporation shall be the same.

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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Gerald Smilen, Sr.	3440 Southwest 117th Avenue
Pres./V. Pres./Sec./Treas.	Davie, Florida 33330

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 18, 1997.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

LRD/das