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June 25, 1997

Via U.S. Mail
Division of Corporations
Secretary of State
State of Florida
P.O. Box 6327
Tallahassee, FL 32314

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-06/30/97-01147-013
*****70.00 *****70.00

Re: Articles of Incorporation for Prestige Home Developers, Inc.

Dear Sir/Madam:

Enclosed please find for filing purposes the original Articles of Incorporation for Prestige Home Developers, Inc. together with a check in the amount of \$70.00. Also, I am enclosing a copy of the Articles of Incorporation. Kindly stamp the enclosed copy of the Articles "filed" and return them to me in the enclosed self-addressed stamped envelope.

Should you have any questions, please do not hesitate to call me.

Very truly yours,
Cheryl Julien Kaufman
Cheryl Julien Kaufman

cc: Laurence M. Andress, Esq.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 30 PM 4:15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 30 AM 11:04

7-15-97
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Levin & Andress

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June 11, 1997

Ms. Wanda Sampson
Division of Corporations
State of Florida
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for Prestige Home Developers, Inc.

Dear Ms. Sampson:

In your telephone conference with Mr. Larry Andress of our firm on Tuesday, July 8, 1997, you advised him that the Articles of Incorporation of Prestige Home Developers, Inc. were not being issued a document number because the registered agent named in the Articles of Incorporation was "Levin and Andress", an unregistered partnership. You advised Mr. Andress to change the registered agent to an individual if we did not choose to register the partnership and return the articles to your attention for filing. Once returned to you, it is our understanding that the Articles will be issued a document number and filed effective as of June 30, 1997. Accordingly, enclosed please find for filing the Articles of Incorporation for Prestige Home Developers, Inc. which have been revised to reflect that I will act as registered agent for the corporation.

Thank you for your assistance with this matter.

Very truly yours,


Stanton G. Levin

ARTICLES OF INCORPORATION
OF
PRESTIGE HOME DEVELOPERS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

PRESTIGE HOME DEVELOPERS, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the initial principal office and the mailing address of the corporation shall be:

18200 SW 158th Street
Miami, Florida 33187

ARTICLE III - CAPITAL STOCK

The number of shares the corporation is authorized to issue is:

1,000 shares, .01 par value common stock.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the corporation's initial registered agent and office is:

Stanton G. Levin
c/o Levin & Andress
1570 Madruga Avenue, Suite 311
Coral Gables, Florida 33146

ARTICLE V - INCORPORATOR

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

Cheryl Julien Kaufman
1570 Madruga Avenue, Suite 311
Coral Gables, Florida 33146

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ARTICLE VI - EFFECTIVE DATE OF INCORPORATION

The effective date of incorporation of the corporation shall be June 30, 1997.

The undersigned has executed the Articles of Incorporation as of the 25th day of June, 1997.


Cheryl Julien Kaufman

STATEMENT OF ACCEPTANCE BY REGISTERED AGENT

Having been named the Registered Agent for the above-stated corporation, I hereby accept, the appointment as Registered Agent and agree to act in such capacity. I further agree that I shall comply with the provisions of all statutes relating to the proper and complete performance of its duties, and I am familiar with and accept the obligations of the position as Registered Agent.


Stanton G. Levin

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