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September 20, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

RE: HOFF REAL ESTATE CORPORATION

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation, along with the registered agent's acceptance. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Very truly yours,



Michael R. Tilley

MRT/dj

Encl.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
HOFF REAL ESTATE CORPORATION**

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DIVISION OF CORPORATIONS
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ARTICLE I. CORPORATE NAME

The name of this corporation is HOFF REAL ESTATE CORPORATION.

ARTICLE II. PRINCIPAL OFFICE

The mailing address of this corporation is 612 N. Orange Avenue, Suite A8, Jupiter, Florida 33458.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500.

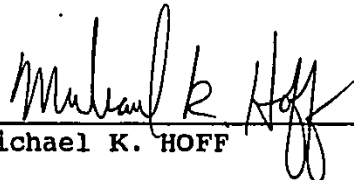
ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are Michael K. Hoff, 612 N. Orange Avenue, Suite A8, Jupiter, Florida 33458.

ARTICLE V. INCORPORATORS

The name and street address of the incorporator to these articles of incorporation are Michael K. Hoff, 612 N. Orange Avenue, Suite A8, Jupiter, Florida 33458.

The undersigned has executed these articles of incorporation on September 26, 1997.



Michael K. HOFF


DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S.607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is Hoff Real Estate Corporation.
2. The name of the registered agent is Michael K. Hoff.
3. The address of the registered agent/registered office is 612 N. Orange Avenue, Suite A8, Jupiter, Florida 33458.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Michael K. Hoff

Date: September 26, 1997

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