

THE LAW OFFICE OF
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P98000016279

February 17, 1998

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

VIA OVERNIGHT MAIL

Re: G. A. Homes, Inc.

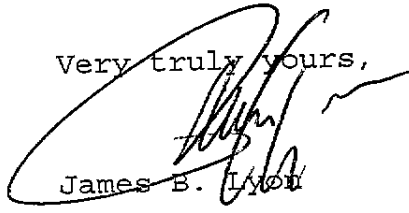
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****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find my check in the amount of one hundred twenty two dollars and fifty cents (\$122.50) for filing of the above referenced Articles of Incorporation. Please return a filed copy to me in the enclosed self-addressed stamped envelope.

Please feel free to contact me if you have any questions.
Thank you.

Very truly yours,


James B. Lyon

FILED
98 FEB 18 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JBL:gc
cc: Amir Greenfield

98-2-19-98

ARTICLES OF INCORPORATION
OF
G. A. HOMES, INC.

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

FILED
98 FEB 18 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is G. A. HOMES, INC.

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of this Corporation shall be: 1879 NW 96th Avenue, Plantation, Florida 33322.

ARTICLE III-PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue ten thousand (10,000) shares of one dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1879 NW 96th Avenue, Plantation, Florida 33322 and the name of the initial registered agent of this Corporation at that address is Amir Greenfield.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) Director to hold office until the first annual meeting of the stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Amir Greenfield, 1879 NW 96th Avenue, Plantation, Florida 33322

ARTICLE VII-INCORPORATOR

The name and address of the Incorporator signing these Articles is: Amir Greenfield, 1879 NW 96th Avenue, Plantation, Florida 33322.

ARTICLE VIII-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX-INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X-AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: February 16, 1998



Amir Greenfield, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 617.0501, Florida Statutes, 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:

G. A. HOMES, INC.

2. The name and address of the registered agent and office is:

Amir Greenfield
1879 NW 96th Avenue
Plantation, Florida 33322


Amir Greenfield, Incorporated

Date: 2/16/98

FILED
98 FEB 18 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.


Amir Greenfield

DATE: 2/16/98