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June 22, 1998

Florida Department of State
Division of Corporations
Qualification/Registration Section
P.O. Box 6327
Tallahassee, Florida 32314

300002570573--9
-06/24/98-01026-010
****122.50 ****122.50

RE: Articles of Incorporation of Elite Homes of Orlando, Inc.

Dear Sir or Madam:

Enclosed for filing are an original and one copy of the executed Articles of Incorporation of Elite Homes of Florida Corp. (the "Corporation"), together with a check in the amount of \$122.50 payable to the Florida Department of State to cover filing fees, the designation of the Corporation's registered agent, and a certified copy of the Corporation's Articles of Incorporation.

Please file the enclosed Articles, and return to me a certified copy thereof. If you have any questions, please contact me at the above address or phone number.

Thank you for your attention to this matter.

Theresa K. Smith
Gary A. Forster GAVE
AUTHORIZATION BY PHONE TO
CORRECT Gary A. Forster
DATE 6-25-98
GAF/mrw
ENCLOSURES 1

Very truly yours,

Gary A. Forster

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

98 JUN 24 AM 10:44

FILED

CB
6-25-98

**ARTICLES OF INCORPORATION
OF**

ELITE HOMES OF ORLANDO, INC.

THE UNDERSIGNED, acting as sole incorporator of ELITE HOMES OF ORLANDO, INC.
under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of
Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is ELITE HOMES OF ORLANDO, INC.

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is Ten
Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per
share.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 1702 S.W. Bayshore Boulevard,
Port St. Lucie, Florida 34952. The location of the Principal Office shall be subject to change
as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 1702 S.W. Bayshore Boulevard, Port St. Lucie,
Florida 34952.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 1702 S.W. Bayshore
Boulevard, Port St. Lucie, Florida 34952, and the initial Registered Agent at such address is
Eliezer Morginstin.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is two (2). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as initial Director until the first annual meeting of the shareholders of the corporation or until a successor Director is elected and shall qualify is as follows:

Eliezer Morginstin

98 Northern Parkway West
Plainview, New York 11813

Martin Schaffer

13 Marlwood Lane
Palm Beach Gardens, Florida 33418

ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the corporation is Eliezer Morginstin, 98 Northern Parkway West, Plainview, New York 11813.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 22nd day of June, 1998.



Eliezer Morginstin

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article VI of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED this 22nd day of June, 1998.



Eliezer Morginstin

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA