00058080



ACCOUNT NO. : 072100000032

REFERENCE: 863924

7157381

AUTHORIZATION :

COST LIMIT :

ORDER DATE: June 19. 1998

ORDER TIME: 11:53 AM

ORDER NO. : 863924-005

CUSTOMER NO: 7157381

CUSTOMER: Mr. Scott Hubbard

MR. SCOTT HUBBARD

4402 Round Lake Court

200002575652--7

Tampa, FL 33624

DOMESTIC FILING

NAME:

BAYWATCH HOMEBUYERS, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION ____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

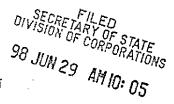
_ CERTIFIED COPY

____ PLAIN STAMPED COPY

____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

BAYWATCH HOMEBUYERS, INC.

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:

BAYWATCH HOMEBUYERS, INC.

The address of the principal office of this corporation shall be 4402 Round Lake Court, Tampa, Florida 33624, 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 no 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

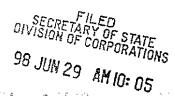
This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 1 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Scott Hubbard

4402 Round Lake Court, Tampa, FL 33624



ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these

Articles of Incorporation on June 29, 1998.

Its Agent, Karen B. Rozar Incorporator

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.

Its Agent, Karen B. Rozar

Authorized Service Representative Corporation Service Company

TAP/ANDREW CUMPER