CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Town Center I Residential
Equity Conforation

Please file

7-29.98 11:00

Signature

Requested by:

Name

1-29-98 Date 11:00

Walk-In _____ Will Pick Up _

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> effective date 07-24-98

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ARTICLES OF INCORPORATION

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OF

TOWN CENTER I RESIDENTIAL EQUITY CORPORATION

The undersigned incorporation, 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: Town Center I Residential Equity Corporation (the "Corporation").

ARTICLE II PRINCIPAL OFFICE

The principal office of the Corporation, which is also the mailing address of the Corporation, is located at 3801 PGA Boulevard, Suite 1000, Palm Beach Gardens, Florida, 33410.

ARTICLE III PURPOSE

To engage in any business and other activities permitted under the laws of the United States and Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of \$0.001 par value common stock, which shall be designated "Common Stock."

ARTICLE V TERM OF EXISTENCE

The Corporation shall have perpetual existence commencing on July 24, 1998.

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of the Corporation is Lawrence B. Juran, P.A. The street address of the initial registered agent of the Corporation is 3801 PGA Boulevard, Suite 1000, Palm Beach Gardens, Florida, 33410.

ARTICLE VII INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws but shall never be fewer than one (1). The name and address of the initial director of the Corporation are:

Bruce A. Rendina 3801 PGA Boulevard Suite 1000 Palm Beach Gardens, FL 33410

ARTICLE VIII AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of each class of shareholders shall be required for any amendment or repeal.

ARTICLE IX INCORPORATOR

The name and street address of the person signing these Articles are Patrick J. DiSalvo, 3801 PGA Boulevard, Suite 1000, Palm Beach Gardens, Florida, 33410.

ARTICLE X INDEMNIFICATION

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

The undersigned has executed these Articles of Incorporation this 24th day of July, 1998.

Patrick J. DiSalvo

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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: Town Center I Residential Equity Corporation.
- 2. The name and address of the registered agent and office are: Lawrence B. Juan, P.A., 3801 PGA Boulevard, Suite 1000, Palm Beach Gardens, Florida, 33410.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED CORPORATION HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED CORPORATION FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

Dated: July 24, 1998

Registered Agent:

Lawrence B. Juran

Lawrence B. Juran, P.A.

Executive Vice President

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