

P98000074699

C J Communities, Inc.
P.O. Box 369
Bonita Springs, Florida 34133.0369
Ph. 941.992.8833
Fax 941.992.6832

August 21, 1998

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

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*****78.75 *****78.75

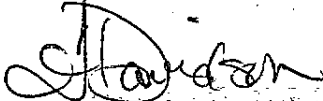
Dear Sirs:

Please process the enclosed Articles of Incorporation for Cape Coral Pointe, Inc. I have included my check for \$78.75 for the \$70.00 registration fee and \$8.75 for a certificate of good standing.

I have also included a Certificate of Limited Partnership for Cape Coral Pointe, LTD. Enclosed is my check for \$96.25 for the \$52.50 filing fee, \$35.00 registered agent fee and \$8.75 for a certificate of good standing.

If you have any questions, please call me at the above listed numbers.

Sincerely,



Fred Davidson
Office Manager

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

of
Cape Coral Pointe, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Cape Coral Pointe, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1,000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	Cape Coral Pointe, Inc.		
ADDRESS	P O Box 369		
CITY	Bonita Springs,	FLORIDA	ZIP 34133

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	Gregory A. Erdman		
ADDRESS	3645 Bonita Beach Road Suite #3		
CITY	Bonita Springs,	FLORIDA	ZIP 34134

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Charles J. Erdman, Jr.		
ADDRESS	27008 Oakwood Lake Drive		
CITY	Bonita Springs,	STATE Florida	ZIP 34134
NAME	Gregory A. Erdman		
ADDRESS	124 Flame Vine Drive		
CITY	Naples,	STATE Florida	ZIP 34110
NAME			
ADDRESS			
CITY		STATE	ZIP

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SECRETARY OF CORPORATIONS
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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Charles J. Erdman, Jr.		
ADDRESS	27008 Oakwood Lake Drive		
CITY	Bonta Springs,	STATE	Florida ZIP 34134
NAME	Gregory A. Erdman		
ADDRESS	124 Flame Vine Drive		
CITY	Naples,	STATE	Florida ZIP 34110
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 20 day of August, 19 98.

Charles J. Erdman, Jr. (Seal)
Charles J. Erdman, Jr., President
Gregory A. Erdman (Seal)
Gregory A. Erdman, Vice President
____ (Seal)

STATE OF FLORIDA)
COUNTY OF Lee) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Charles J. Erdman, Jr. Signature personally known
Charles J. Erdman, Jr., President Form of Identification
Gregory A. Erdman Signature personally known
Gregory A. Erdman, Vice President Form of Identification
____ Signature Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that Charles/Greg executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite each name, and that an oath (was)(was not) taken.



Witness my hand and official seal in the County and State last aforesaid this 20 day of August, 19 98
Christy Davidson
Notary Signature
CHRISTY DAVIDSON
Printed Notary Signature

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

Cape Coral Pointe, Inc.

(name of corporation)

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SECRETARY OF CORPORATIONS
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Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 3645 Bonita Beach Road Suite #3

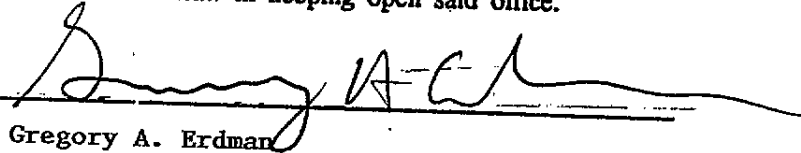
Bonita Springs, Florida 34134

has named Gregory A. Erdman

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.



Gregory A. Erdman