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Profit 5	AMENDIVENUS Amendment		
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OTHER FILINGS	REGISTRATION/		
Annual Report Fictitious Name	Foreign		
Name Reservation	Limited Partnership Reinstatement		
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L	Other		44

Examiner's Initials

CR2E031(1.95)

ARTICLES OF INCORPORATION

OF

GULFSHORE HOMES VIII, INC.

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I Name

The name of the corporation is GULFSHORE HOMES VIII, INC.

ARTICLE II

Duration

The duration of the corporation shall be perpetual.

ARTICLE III Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE IV Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

ARTICLE V <u>Directors</u>

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

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ARTICLE VI Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII Registered Office and Agent

The address of the initial registered office of the corporation is, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103, and the name of its initial registered agent at such address is Naples-Lawdock, Inc., a Florida corporation.

ARTICLE VIII Incorporator

The name and address of the incorporator is Leo J. Salvatori, 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103.

ARTICLE IX Principal Office

The principal office of the corporation is located at 3704 Ascot Bend Court, Bonita Springs, FL 34134.

Executed this day of October, 1998.

Leo J. Salvatori, Incorporator

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 27th day of October, 1998, by Leo J. Salvatori, who is personally known to me.

Nancy C. Jarvi
Notary Public, State of Florida
My Comm. Expires Sep 24, 2000
No. CC577922
Bonded Thru: Official Notary Service
1-(800) 723-0121

Y ANGY C. - X

(SEAL)

My Commission Expires:

CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE.

In compliance with Section 48.091, Florida Statutes and Section 607.0501(3) of the Florida Business Corporation Act, the following is submitted:

1.	That GULFSHORE HOMES VIII, INC., desiring to organize under the laws of the State	∍of
Florida	has named Naples-Lawdock, Inc., located at 4501 Tamiami Trail North, Suite 300, Napl	les,
Collier	County, Florida 34103, as its agent to accept service of process within Florida.	

Dated: October , 1998

eo J. Salvatori, Incorporator

Naples-Lawdock, Inc., a Florida

2. That, having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity; the undersigned is familiar with and accepts the obligations of §607.0505 of the Florida Business Corporation Act and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Dated: October 7, 1998

By:

Leo J. Salvatori, as

Vice President

(Corporate Seal)

corporation,

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 27½ day of October, 1998, by Leo J. Salvatori, as Vice President of Naples-Lawdock, Inc., a Florida

corporation, who is personally known to me.

Nancy C. Jarvi Notary Public, State of Florida My Comm. Expires Sep. 24, 2000 No. CC577922

Bonded Thru: Official Notary Service

Y Axxy C.C. NOTARY/FUBLIC SECRETALIANTES

Md bc 100

My Commission Expires:

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