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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: HOMES R' US REALTY, INC.

AUDIT NUMBER.....H98000020347

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/11/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 3, 1998

EMPIRE

SUBJECT: HOMES R' US REALTY, INC.
REF: W98000024794

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE ADD THE CITY TO THE CORPORATIONS ADDRESS IN ARTICLE I

If you have any further questions concerning your document, please call (850) 487-6928.

Michelle Milligan
Document Specialist

FAX Aud. #: H98000020347
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ARTICLES OF INCORPORATION
OF
HOMES R' US REALTY, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate ourselves together to form a Corporation for Profit under the provisions of Section 607 of the Florida Statutes, with all powers, rights, privileges, and immunities; and to that end we do, by these Articles, set forth:

ARTICLE I - NAME

The name of this Corporation is HOMES R' US REALTY, INC. (hereinafter referred to as the "Corporation") and its mailing address is 10621 N. Kendall Drive, Suite 208, Miami, Florida 33176.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

THIS DOCUMENT PREPARED BY:
GLADYS GONZALEZ-BOYER, J.D.
ATTORNEY AT LAW
10621 N. KENDALL DRIVE, STE 208
MIAMI, FLORIDA 33176
FBN: 0069264

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ARTICLE V - REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is EDUARDO EXPOSITO, Esq., Attorney at Law, and his address is 10621 N. Kendall Drive, Suite 208, Miami, Florida 33176.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have One Director initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

NAME

ADDRESS

JAMES L. WARMINGTON, JR

10621 N. Kendall Drive, Suite 208
Miami, Florida 33176

- (a) Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws of this Corporation.
- (b) The business affairs of this Corporation shall be managed by the Board of Directors, and
- (c) The Board of Directors shall be shareholders in the Corporation.

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended, or repealed by either the shareholders or Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

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ARTICLE IX - INCORPORATORS

The name of the person signing these Articles is EDUARDO EXPOSITO, Esq., Attorney at Law. With address 10621 N. Kendall Drive, Suite # 208. Miami, Florida 33176.

ARTICLE X -AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of November, 1998.



EDUARDO EXPOSITO, ESQ.
Incorporator.
10621 N. Kendall Drive, Ste 208
Miami, Florida 33176

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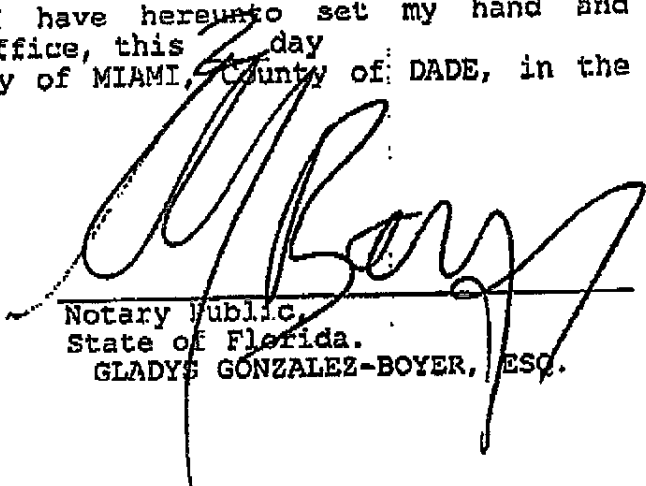
Re: HOMES R' US REALTY, INC.

ACKNOWLEDGMENT

STATE OF FLORIDA)
) s.s.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, a Notary Public in and for the State of Florida, duly qualified and commissioned by the Governor and Secretary of State of Florida, personally appeared: EDUARDO EXPOSITO, ESQ. to me known, or who produced the following identification Florida Driver's license, to be the person described herein as incorporator and who executed the foregoing ARTICLES OF INCORPORATION, and he acknowledged before me that he executed and subscribed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and attached my official seal of office, this 5 day of November, 1998, in the City of MIAMI, County of DADE, in the State of Florida.



Notary Public
State of Florida.
GLADYS GONZALEZ-BOYER, ESQ.

My commission expires:



Gladys M. Gonzalez-Boyer
My Commission CC516804
Expires Dec. 07, 1999

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HOMES R' US REALTY, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE, AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.


IN COMPLIANCE WITH FLORIDA STATUTES §607.034, THE FOLLOWING IS SUBMITTED:

FIRST-That Homes "R" Us Realty, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named Eduardo Exposito, Esq., whose address is 10621 N. Kendall Drive, Suite # 208, Miami, , County of Dade, State of Florida, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 2nd DAY OF November, 1998.

By 
EDUARDO EXPOSITO, ESQ.
 Registered Agent for
 HOMES R' US REALTY, INC.

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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