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Division of Corporations

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Account Name : ACE INDUSTRIES, INC.  
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FLORIDA PROFIT CORPORATION OR P.A.

HARBOUR VILLAGE REALTY CORPORATION

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 30, 1998

ACE INDUSTRIES, INC.

SUBJECT: HARBOUR VILLAGE REALTY CORPORATION  
REF: W98000026706

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.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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ARTICLES OF INCORPORATION  
OF

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**HARBOUR VILLAGE REALTY CORPORATION**

The undersigned, does hereby make, subscribe, acknowledge, and file the following Articles of Incorporation for the purpose of becoming a corporation for profit under the Laws of the State of Florida.

ARTICLE I

The name of the corporation is:

**HARBOUR VILLAGE REALTY CORPORATION**

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The general purposes for which this corporation is initially organized shall be any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act presently known as Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares of stock which this corporation is authorized to have outstanding at any time is 1,000 shares of stock at a par value of \$1.00 per share. All or any part of the authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE V

The initial street address in the state of Florida of the principle office of the corporation shall be 4620 South Atlantic Avenue, Ponce Inlet, Florida 32127. The Board of Directors may from time to time move the principle office to any other address in Florida. The initial Registered Agent of this corporation shall be Richard A. Friedman, 4620 S. Atlantic Avenue, Ponce Inlet, Florida 32127. The Board of Directors may from time to time change the Registered Agent by designation filed in the office of the Secretary of State, State of Florida.

Prepared by:  
ace! Industries, Inc.  
54 Northwest 11th St.  
Miami, FL 33136  
(305) 358-2571

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ARTICLE VI

The number of directors consisting of the initial Board of Directors shall be two (2) and the names and addresses of each person who is to serve on the initial Board of Directors shall be as follows:

Richard A. Friedman  
4620 S. Atlantic Ave.  
Ponce Inlet, FL 32127

Director / President

Troy A. Speed  
4620 S. Atlantic Ave.  
Ponce Inlet, FL 32127

Director / Vice President & Secretary

ARTICLE VII

The name and street address of the incorporator is as follows:

Richard A. Friedman  
4620 S. Atlantic Ave.  
Ponce Inlet, FL 32127

ARTICLE VIII

Subject to applicable laws, this corporation and its stockholders shall be authorized at all such times as shall be desirable or advantageous in the judgment of the board of directors, to select treatment for Federal Taxation purposes under Sub-Chapter (S) and Section 1244 of the Internal Revenue Code of the United States of 1954, as amended, and such other laws and Rules and Regulations as they deem necessary or desirable.

ARTICLE IX

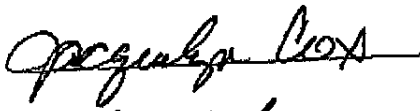
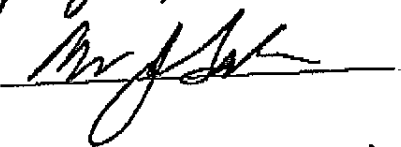
These Articles of Incorporation may be amended in the manner prescribed by law. Each amendment shall be submitted to the Board of Directors and approved by them, then proposed by the Board of Directors to the Stockholders, and approved by the stockholders by a majority vote. All directors and all stockholders may sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation shall be made, to signify approval by the Board of Directors and by the stockholders of the proposed amendment.

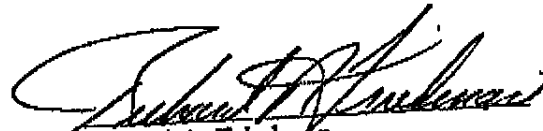
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IN WITNESS WHEREOF, the undersigned subscribing and incorporating person, has hereunto set his hand and seal this 24<sup>th</sup> day of November, 1998, for the purpose of forming this corporation under the laws of the State of Florida and he hereby makes and files, in the office of the Secretary of State of the State of Florida, these Articles of Incorporation and certifies that the facts stated herein are true.

Signed, sealed and delivered  
In the presence of:

  
Richard A. Friedman


STATE OF FLORIDA     }  
COUNTY OF VOLUSIA   }

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared Richard A. Friedman, to me personally known to be the person described above and who as a subscriber executed the foregoing Articles of Incorporation and acknowledged before me that he executed this document for the purposes set forth herein.

WITNESS my hand and official seal in the County and State aforesaid this 24<sup>th</sup> day of November, 1998



Richard J. Salerno  
My Commission CC767602  
Expires October 10, 2002

  
Name: Richard J. Salerno  
NOTARY PUBLIC  
State of Florida at Large  
Commission No: CC767602

My Commission Expires: October 10, 2002

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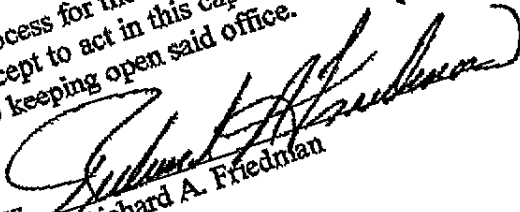
CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVING OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHO  
PROCESS MAY BE SERVED.

Pursuant to ch.48.091, F.S., the following is submitted in compliance with the  
said Act:

That HARBOUR VILLAGE REALTY CORPORATION, desiring to organize  
under the laws of the State of Florida, and under the proposed name of HARBOUR  
VILLAGE REALTY CORPORATION, with its principal office as indicated in the  
Articles of Incorporation at the City of Ponce Inlet, Volusia County, State of Florida, has  
named Richard A. Friedman, 4620 S. Atlantic Avenue, Ponce Inlet, Florida 32127, as its  
Agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above said corporation, at  
the place designated in the certificate, I hereby accept to act in this capacity, and agree to  
comply with the provisions of said Act relative to keeping open said office.

By:   
Richard A. Friedman

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