

P99 0000 18389

Secretary of State
Division of Corporations
P.O. Box 6327
409 E Gaines Street,
Tallahassee, FL 32314

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-02/24/99--01058--006

****122.50 *****78.75

Subject: Preferred Homes, Inc.

Dear Sir:

Enclosed is original and one copy of Articles of Incorporation and Certification of Designation Registered Agent/Registered Office for Preferred Homes, Inc.
Also enclosed is a check in the amount of \$122.50 for costs to incorporate.
Please process documents accordingly.

Sincerely,

D. O'Leary

MA Aitcheson & Assoc.

4141 NW 5th St. #104
Plantation FL 33317

FILED
99 FEB 24 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SD 2/25

ARTICLES OF INCORPORATION
for
Preferred Homes, Inc.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be, Preferred Homes, Inc. initial address shall be 4141 NW 5th Street, Suite 104, Plantation Florida 33317.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Per Value Per Share Stock	Class of Stock
100	\$1	Common
Initially there will only be three shareholders.		Shares
Eileen Thompson 1500 NW 33 Terrace Ft. Lauderdale, Florida 33311.		50%
Patrick Edwards 10820 NW 34 Place Coral Springs, Florida 33065.		50%

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

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ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be 4141 NW 5th Street, Suite 104, Plantation Florida 33317. with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be MA Aitcheson & Associates Inc.

ARTICLE VI

This corporation shall have (2) director(s) initially. The name and street address of the initial directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Eileen Thompson (Director)
1500 NW 33 Terrace
Ft. Lauderdale, Florida 33311.

Patrick Edwards (Director)
10820 NW 34 Place
Coral Springs, Florida 33065.

ARTICLE VII

The corporation shall have (2) officer(s) initially. The name and street address of the initial officers who shall hold office for the first year of the corporation, or until their successors are elected or appointed are as shown above.

Eileen Thompson (President)
1500 NW 33 Terrace
Ft. Lauderdale, Florida 33311.

Patrick Edwards (Secretary/Treasurer)
10820 NW 34 Place
Coral Springs, Florida 33065.

ARTICLE VIII

The name and address of the incorporator is, Eileen Thompson 1500 NW 33 Terrace
Ft. Lauderdale, Florida 33311.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may peculiarly or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator herein before named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.

L Eileen R. Thompson

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

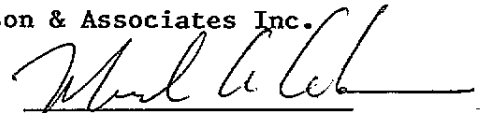
Preferred Homes, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
registered office as 4141 NW 5th Street, Suite 104, Plantation Florida 33317, indicated
the Articles of Incorporation has named MA Aitcheson & Associates ^{Inc.} located at 4141
NW 5th Street Suite 104, Plantation Florida 33317.its Registered Agent to accept service
of process within this state.

ACKNOWLEDGMENT

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.

MA Aitcheson & Associates Inc.



President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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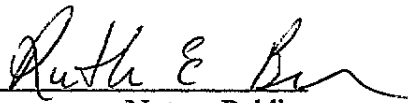
STATE OF FLORIDA)
) SS:
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Eileen Thompson to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the state and county aforesaid this 22nd day
of February 99



Ruth E Bryan
My Commission CC594023
Expires October 16, 2000


Notary Public,
State of Florida at Large

My commission expires: