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March 12, 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 15 PM 3:06

Corporate Records Bureau
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for
IMAGINEHOME, INC.
Our File No.: 9-2795

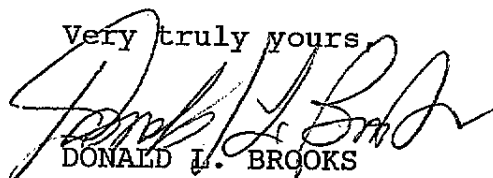
800002806808--0
-03/15/99--01132--022
*****78.75 *****78.75

Dear Sirs:

Enclosed is the original and one copy of the Articles of Incorporation and my check for \$78.75 to cover the filing fees. Please return a conformed copy of the Article of Incorporation in the envelope provided.

If you need anything further, please let us know.

Very truly yours,


DONALD L. BROOKS

DLB:ab
Enclosures

RECEIVED

99 MAR 15 PM 2:57

DIVISION OF CORPORATION

EFFECTIVE DATE
3-12-99

ARTICLES OF INCORPORATION
OF
IMAGINEHOME, INC.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act.

ARTICLE ONE

CORPORATE NAME

The name of the corporation is Imaginehome, Inc.

ARTICLE TWO

DURATION

The duration of the corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purposes for which the corporation has been formed are any and all lawful business permitted under the laws of the State of Florida.

ARTICLE FOUR

CAPITAL STOCK AND PREEMPTIVE RIGHTS

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000) shares of common stock having a par value of \$1.00 each. The Corporation elects to have preemptive rights for its shareholders.

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EFFECTIVE DATE
3-12-99

ARTICLE FIVE

PRINCIPAL OFFICE

The mailing address of the principal office of the corporation is 177 U.S. Highway One, Suite 311, Tequesta, FL 33469.

ARTICLE SIX

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1201 U.S. Highway One, Suite 415, North Palm Beach, FL 33469. The registered agent at that address is Donald L. Brooks.

ARTICLE SEVEN

INITIAL BOARD OF DIRECTORS/OFFICERS

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The names and addresses of the initial director and officer is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------------------------|--|
| Frances I. Neil, President/Director | 177 U.S. Highway One, Suite 311, Tequesta, FL 33469. |

ARTICLE EIGHT

INCORPORATOR

The name and address of the Incorporator is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------|--|
| Frances I. Neil | 177 U.S. Highway One, Suite 311, Tequesta, FL 33469. |

ARTICLE NINE
BY-LAWS

The power to adopt the initial By-Laws shall be vested in the directors. The power to amend or repeal the By-Laws, or adopt new By-Laws is reserved to the shareholders by the vote or written consent of the holders of 66 2/3% of the voting rights of the outstanding shares.

ARTICLE TEN
INDEMNIFICATION

The corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE ELEVEN
AMENDMENT

These Articles of Incorporation may be amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the voting rights of the outstanding shares entitled to vote, or may be amended by all of the directors and all of the shareholders signing a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE TWELVE
COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence on the date of subscription and acknowledgement of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has

executed these Articles of Incorporation this 12th day of March,
1999.

I am familiar with and
accept the duties and
responsibilities as Registered
Agent for this corporation.

IMAGINEHOME, INC.

Frances I. Neil
FRANCES I. NEIL, AS INCORPORATOR

Donald L. Brooks
DONALD L. BROOKS, AS REGISTERED AGENT

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this
day of March, 1999, by Frances I. Neil, as Incorporator, who is
personally known to me, or who has produced Drivers License
as identification.

Kathleen M. Chase
Notary Public

My Commission Expires:

January 26, 2002



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