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ACCOUNT NO. : 072100000032

REFERENCE : 368796 126812A

AUTHORIZATION :

*Patricia Pizeto*

COST LIMIT : \$ 78.75

ORDER DATE : September 9, 1999

ORDER TIME : 10:55 AM

ORDER NO. : 368796-010

500002982565--5

CUSTOMER NO: 126812A

CUSTOMER: Jeffrey P. Orlan, Esq  
JEFFREY P. ORLAN, ESQ  
JEFFREY P. ORLAN, ESQ  
Suite 106  
10021 Pines Boulevard  
Pembroke Pines, FL 33024

DOMESTIC FILING

NAME: ROHO EMERALD WOODS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP -9 PM 3:40

99/9/99  
RECEIVED  
99 SEP -9 AM 11:29  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

ROHO EMERALD WOODS, INC.

Under Section 607.0202 of the  
Business Corporation Act  
of the State of Florida

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 SEP -9 PM 3:40

The undersigned, a natural person of the age of eighteen years or over, for the purpose of forming a corporation pursuant to the provisions of the Business Corporation Act of the State of Florida, does hereby certify as follows:

**FIRST:** The name of the Corporation (the "Corporation") is ROHO Emerald Woods, Inc.

**SECOND:** The Corporation is formed for the purpose of engaging in any lawful act or activity for which corporations may be organized under the Business Corporation Act of the State of Florida,

**THIRD:** The principal office and mailing address of the Corporation shall be: 10021 Pines Boulevard, Suite #101, Pembroke Pines, FL 33024.

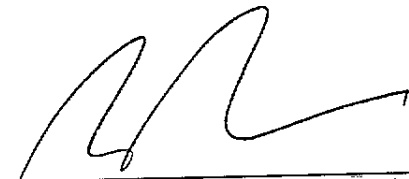
**FOURTH:** The Corporation's initial registered office is 10021 Pines Boulevard, Suite #101, Pembroke Pines, FL 33024. The Corporation's initial registered agent at that office is Barry Ross.

**FIFTH:** The aggregate number of shares which the Corporation shall have the authority to issue is 1000.

**SIXTH:** The name and address of the incorporator is: Barry Ross, 10021 Pines Boulevard, Suite #101, Pembroke Pines, FL 33024.

**SEVENTH:** The Corporation shall, and hereby does, to the fullest extent permitted by the Business Corporation Act of the State of Florida, indemnify any and all persons who it shall have the power to indemnify from and against any and all expenses, costs, liabilities and other matters as provided under Section 607.0850 of the Business Corporation Act of the State of Florida, as from time to time in effect.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 1999, and affirms that the statements contained herein are true under penalty of perjury.

  
\_\_\_\_\_  
Barry Ross  
Sole Incorporator  
10021 Pines Blvd., Suite 101  
Pembroke Pines, FL 33024

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP -9 PM 3:40

**KNOW ALL MEN BY THESE PRESENTS:**

THAT BARRY ROSS, in Broward County, a natural person and resident of the County, being in the County in which the principal office of ROHO Emerald Woods, Inc. is located is hereby appointed as the person on whom process, tax notices and demands against ROHO Emerald Woods, Inc. may be served. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
Barry Ross