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99 NOV 10 AM 9:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ACCOUNT NO. : 072100000032

REFERENCE : 477249 7178536

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 10, 1999

ORDER TIME : 4:04 PM

ORDER NO. : 477249-005

CUSTOMER NO: 7178536

CUSTOMER: Holly A. Harmon, Esq  
HOLLY A. HARMON, P.A.  
HOLLY A. HARMON, P.A.  
Suite 410  
3838 Tamiami Trail North  
Naples, FL 34103

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-11/12/99--01001--019  
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DOMESTIC FILING

NAME: ST. ANDREWS HOMES AT OLDE  
CYPRESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

PH 11/12/99

RECEIVED  
99 NOV 10 PM 4:42  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATE AFFAIRS

FILED

99 NOV 10 AM 9:00

ARTICLES OF INCORPORATION  
OF  
ST. ANDREWS HOMES AT OLDE CYPRESS, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
CORPORATE NAME

The name of the corporation is: ST. ANDREWS HOMES AT OLDE CYPRESS, INC., a Florida corporation (hereinafter referred to as the "Corporation").

ARTICLE II  
CAPITAL STOCK AND SHAREHOLDERS

The aggregate number of shares which the Corporation shall have authority to issue is ONE THOUSAND (1,000) shares of common stock, the par value of each such share being ONE DOLLAR (\$1.00).

ARTICLE III  
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the name(s) and address(es) of the person(s) who shall serve as members of the Board of Directors until the election of his/their successor(s) are as follows:

<u>Name</u>	<u>Address</u>
Daniel A. Martin	5222 Kensington High Street Naples, Florida 34105
James G. Hammar	5085 Kensington High Street Naples, Florida 34105

**ARTICLE IV**  
**INITIAL OFFICERS**

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President, Secretary	Daniel A. Martin	5222 Kensington High Street Naples, Florida 34105
Vice President, Treasurer	James G. Hammar	5085 Kensington High Street Naples, Florida 34105

**ARTICLE V**  
**INCORPORATOR**

The sole incorporator of the Corporation is Holly A. Harmon, whose address is 3838 Tamiami Trail North, Suite 410, Naples, Florida 34103.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is: 3838 Tamiami Trail North, Suite 410, Naples, Florida 34103, and the name of the initial registered agent of the Corporation at that address is: Holly A. Harmon.

**ARTICLE VII**  
**PRINCIPAL OFFICE**

The street address and mailing address of the initial principal office of the Corporation shall be: 5222 Kensington High Street, Naples, Florida 34105.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 11th day of October, 1999.



Holly A. Harmon, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
99 NOV 10 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES AND SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT ST. ANDREWS HOMES AT OLDE CYPRESS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 5222 Kensington High Street, Naples, Florida 34105, has named Holly A. Harmon, whose address is 3838 Tamiami Trail North, Suite 410, Naples, Florida 34103, as its registered agent to accept service of process within Florida.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Holly A. Harmon

Dated: October 11, 1999