

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

P96000049921



PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 983924 4374271

AUTHORIZATION :

Patricia Pizot

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JUN 11 AM 9:22

ORDER DATE : June 11, 1996

ORDER TIME : 3:16 PM

ORDER NO. : 983924

200001859092

CUSTOMER NO: 4374271

CUSTOMER: Ms. Robin Willner
HERZFELD & RUBIN

Suite 1501
801 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: HOME MART PROPERTIES, 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: Victoria L. Perez

EXAMINER'S INITIALS:

g
6/12/96

RECEIVED
55 JUN 11 PM 4:08
DIVISION OF CORPORATION

96 JUN 11 AM 9:22

ARTICLES OF INCORPORATION OF

HOME MART PROPERTIES, INC.

The undersigned adopts the following Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be HOME MART PROPERTIES, INC.

ARTICLE II - COMMENCEMENT & DURATION

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

ARTICLE III - ADDRESS

The mailing address of the corporation is 13365 N.E. 17th Avenue, North Miami, Florida.

ARTICLE IV - STATED CAPITAL

The corporation is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Par Value</u>
100	\$1.00

Subject to applicable Florida Statutes, every Shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - REGISTERED AGENT

The name and address of the Registered Agent of the corporation are Robin I. Willner, Esq. c/o Herzfeld & Rubin 801 Brickell Avenue, Suite #1501, Miami, Florida 33131

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of the corporation is Robin I. Willner, 801 Brickell Avenue, Suite #1501, Miami, Florida 33131.

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time thereafter according to the bylaws of the corporation but shall never be less than one. The name and address of the initial director of this corporation is Wilson Martinez.

ARTICLE VIII - SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the

dividends due them for any indebtedness of the shareholders to the corporation.

ARTICLE IX - AMENDMENTS TO ARTICLES

The Directors shall have the power to amend or repeal these Articles of Incorporation with not less than a two-thirds vote of the common stock.

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of Incorporation this 6th day of June, 1996.


ROBIN I. WILLNER, Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned accepts the appointment as Registered Agent of

HOME MART PROPERTIES, INC.

Dated this 6th day of June, 1996.


ROBIN I. WILLNER, Registered Agent

LAW OFFICES OF
HERZFELD & RUBIN

ANYON BHAPIRO *
JEFFREY H. BHAPIRO *
MICHAEL D. LOZOFF
ALFREDO J. MARQUEZ-DIERLING
DAVID M. WILSON **

DANIEL KOC
LARRY METZ
FELICIA WILSON
DANIEL K. McDUFFIE
JEFFREY BELL
LAUREN BENNEMAN
RODINI W. WILNER
KENNETH D. HAXTER
KATHLEEN M. McDONOUGH
DONALD R. BIMPSON
JOAN DYMOND HORENSTEIN
JOHN T. BURKE, JR.

* ALSO ADMITTED IN NEW YORK
** ALSO ADMITTED IN COLORADO

801 BRICKELL AVENUE
SUITE 1501
MIAMI, FLORIDA 33131

DADE: (305) 381-7000
HAWAII: (808) 403-8000
TELEFAX: (305) 381-7200
RECEIVED TELEFAX: (305) 371-0700

FT. LAUDERDALE OFFICE
GULF ATLANTIC CENTER
1901 WEST CYPRRESS CREEK RD.
SUITE 400
FT. LAUDERDALE, FLORIDA 33309
(954) 772-3550

HERZFELD & RUBIN P.O.
40 WALL STREET
NEW YORK, NEW YORK 10005
TELEPHONE: (212) 344-0300

HERZFELD & RUBIN
405 CANDLEWOOD COMMON
BUILDING 4
HOWELL, NEW JERSEY 07731
(908) 901-2929

HERZFELD & RUBIN
1025 CENTURY PARK EAST
LOS ANGELES, CALIFORNIA 90007
TELEPHONE (310) 553-0451

July 12, 1996

OF COUNSEL

DAVID I. WEISS

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

200001894502
-07/16/96--01086--017
*****35.00 *****35.00

RE: **HOME MART PROPERTIES, INC.**

Gentlemen:

Enclosed please find the following:

1. Original and copy of Articles of Amendment of Home Mart Properties, Inc.
2. Our check in the amount of \$35.00 to cover the cost of the filing fee.

Kindly return one copy of the Articles of Amendment to me at your earliest convenience.

Thank you very much.

Very truly yours,

Robin I. Willner

ROBIN I. WILLNER

RIW/mrw

Enclosures

99600049921
Amend
7-16-96

TAMPA OFFICE
DARR, MURMAN, TONELLI,
HERZFELD & RUBIN
201 EAST KENNEDY BLVD., SUITE 901
TAMPA, FLORIDA 33602
(813) 223-3951

ORLANDO OFFICE
DeCICCO, HERZFELD & RUBIN
20 NORTH ORANGE AVE., SUITE 807
ORLANDO, FLORIDA 32801
(407) 841-6391

JACKSONVILLE OFFICE
BULLOCK, CHILDS, PENDLEY,
NEED, HERZFELD & RUBIN
233 EAST BAY STREET, SUITE 711
JACKSONVILLE, FLORIDA 32202
(904) 354-0286

WEST PALM BEACH OFFICE
KOEPPPEL, GOTTLEB, MESCHER,
HERZFELD & RUBIN
222 LAKEVIEW AVENUE, SUITE 260
WEST PALM BEACH, FL 33401
(407) 659-4020

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
HOME MART PROPERTIES, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. **Article III - ADDRESS** of the original Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

ARTICLE III - ADDRESS

The mailing address of the corporation is 5208 N. State Road 7, Tamarac, Florida 33319.

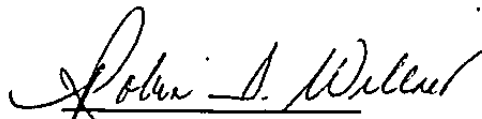
2. **Article VIII - SHAREHOLDER PROPERTY** of the original Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

ARTICLE VIII

There shall be no preemptive rights accruing to the shareholders.

3. **Article IX - AMENDMENTS TO ARTICLES** of the original Articles of Incorporation is hereby deleted in its entirety.
4. The date of each amendment's adoption is June 11, 1996.
5. This amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

SIGNED this 9th day of July, 1996.


ROBIN I. WILLNER
Sole Incorporator