Division of Corporations

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Account Name : QUARLES & BRADY LLP
Account Number : I20000000067
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FLORIDA PROFIT CORPORATION OR P.A.

600 Fifth Avenue Development Corp.

Certificate of Status	1
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ARTICLES OF INCORPORATION
OF
600 FIFTH AVENUE DEVELOPMENT CORP.

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "**Corporation**") under the Florida Business Corporation Act (the "**Act**"), as follows:

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I.
Name

The name of the Corporation is **600 Fifth Avenue Development Corp.**

II.
Term of Existence

The date when corporate existence will commence is January 25, 2002 in accordance with the provisions of Section 607.0203(1) of the Act. The Corporation will have perpetual existence thereafter.

III.
Principal Office

The principal office and mailing address of the Corporation is c/o Continental Realty Corp., 17 W. Pennsylvania Avenue, Suite 500, Towson, Maryland 21204.

IV.
Capital Stock

The Corporation is authorized to issue 1,000,000 shares of $.01 par value voting common stock, which will be designated common stock.

V.
Initial Registered Office and Agent

The name and address of the initial registered agent of the Corporation is Naples-Lawdock, Inc., 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103-3060.

VI.
Directors

The Corporation will have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 1 director. The names and addresses of the initial directors of the Corporation, who will serve until a successor is duly elected and qualified, are:

Name	Address
John A. Luetkemeyer, Jr.	17 W. Pennsylvania Avenue Towson, Maryland 21204
J. Mark Schapiro	17 W. Pennsylvania Avenue Towson, Maryland 21204

I.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

Name	Address
John D. Humpreville	Quarles & Brady LLP 4501 Tamiami Trail North, Suite 300 Naples, Florida 34103-3060

II.
Affiliated Transactions

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

III.
Control Share Acquisitions

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

IV.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

V.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

VI.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on January 25, 2002.

John D. Humphreville, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept my obligations as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

NAPLES-LAWDOCK, INC.

Dated: January 25, 2002.

By: _____
Name: John D. Humphreville
Title: Vice President

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