

DOOOOOOOOOO!



ACCOUNT NO. : 072100000032

REFERENCE : 560023 4354379

AUTHORIZATION : *Patricia Pujols*

COST LIMIT : \$ 463.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN 21 AM 11:08

ORDER DATE : January 21, 2000

ORDER TIME : 3:03 PM

ORDER NO. : 560023-035

300003107153--0

CUSTOMER NO: 4354379

CUSTOMER: Carolyn Snider, Legal Asst  
FOLEY & LARDNER  
FOLEY & LARDNER  
The Greenleaf Building  
200 Laura Street  
Jacksonville, FL 32202-3527

DOMESTIC FILING

NAME: INTEGROUP REALTY TRUST

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY \*\*QUANTITY OF TWO\*\*

XX CERTIFICATE OF GOOD STANDING \*\*QUANTITY OF TWO\*\*

CONTACT PERSON: Carrie Vaught

EXAMINER'S INITIALS: \_\_\_\_\_

704  
W00-1872

RECEIVED  
00 JAN 21 PM 3:57  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

# RESUBMIT

Please give original  
submission date as file date.



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 24, 2000

*Carina Dunlap 521-1000*  
CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: INTEGROUP REALTY TRUST  
Ref. Number: W00000001872

*500023 L35*

*Claretha Golden  
P/S See Attached  
Affidavit that  
is notarized!  
Carina Dunlap*

We have received your document for INTEGROUP REALTY TRUST and the authorization to debit your account in the amount of \$463.75. However, the document has not been filed and is being returned for the following:

Each Declaration of Trust must be in compliance with chapter 609, Florida Statutes. The Declaration of Trust must be sworn to by the Chairman of the Board as being a true and correct copy and must be notarized.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 400A00003102

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

90 JAN 21 AM 11:09

*- Beth Register -  
487-6919.*

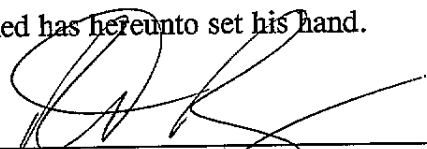
RECEIVED  
90 JAN 27 AM 8:57  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED STATE  
SECRETARY OF CORPORATIONS  
00 JAN 21 AM 11:09

CERTIFICATE OF CHAIRMAN OF THE BOARD OF TRUSTEES  
OF  
INTEGROUP REALTY TRUST  
a Maryland real estate investment trust

I, Ronald F. Buckley, do hereby certify that I am the duly elected and acting Chairman of the Board of Trustees of Integroup Realty Trust, a Maryland real estate investment trust. I hereby further certify that the attached certified copy of the Declaration of Trust of Integroup Realty Trust, as certified by the Maryland Department of Assessments and Taxation on January 11, 2000, has not in any manner been repealed or amended and remains in full force and effect this 20<sup>th</sup> day of January, 2000.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand.

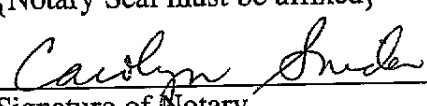
  
\_\_\_\_\_  
Ronald F. Buckley, Chairman of the Board of  
Trustees

STATE OF FLORIDA  
COUNTY OF DUVAL

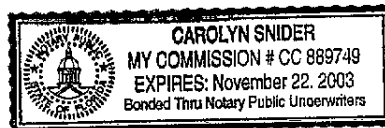
The foregoing instrument was acknowledged before me this 20th day of January, 2000, by Ronald F. Buckley, the Chairman of the Board of Trustees of Integroup Realty Trust. A Maryland real estate investment trust. Such person did take an oath and:  
(notary must check applicable box)

- ☒ is/are personally known to me.  
☐ produced a current \_\_\_\_\_ driver's license as identification.  
☐ produced \_\_\_\_\_ as identification.

{Notary Seal must be affixed}

  
\_\_\_\_\_  
Signature of Notary

Carolyn Snider  
Name of Notary (Typed, Printed or Stamped)



Commission Number (if not legible on seal): \_\_\_\_\_  
My Commission Expires (if not legible on seal): \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 JAN 21 AM 11:09

PURSUANT TO SECTION 607.0505, FLORIDA STATUTES, THE UNDERSIGNED  
ORDER TO DESIGNATE ITS REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF  
FLORIDA:  
SUBMITS THE FOLLOWING STATEMENT IN

1. INTEGROUP REALTY TRUST

MARYLAND

(State or country under which entity is organized) business organization or foreign corporation)

3. APPLIED FOR  
(FEID Number, if applicable)

4. 7077 BONNEVAL ROAD, SUITE 600, JACKSONVILLE, FLORIDA 32216  
(Principal office address)

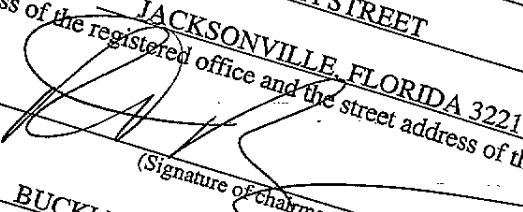
5. Name and Florida street address of registered agent.

F&L CORP.

200 LAURA STREET

JACKSONVILLE, FLORIDA 32216

6. The street address of the registered office and the street address of the business office of the registered agent are identical.



(Signature of chairman, vice chairman, or officer)

7. RONALD F. BUCKLEY, CHAIRMAN OF BOARD OF TRUSTEES  
(Name and capacity of person signing in number 7 above)

Signature of registered agent:  
by accept the appointment as registered agent. I am familiar with and accept the obligations of section 605, Florida Statutes.

  
Registered agent accepting appointment  
Signature

January 20, 2000  
(Date)

**STATE OF MARYLAND**

I hereby certify that this is a true and complete copy of the 5  
 page document on file in this office. DATED: 1-6-2000  
**STATE DEPARTMENT OF ASSESSMENTS AND TAXATION**  
 BY: Mae Little, Custodian  
 This stamp replaces our previous certification system. Effective: 6/95

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 00 JAN 21 AM 11:09

**INTEGROUP REALTY TRUST**  
**DECLARATION OF TRUST**

This DECLARATION OF TRUST is made as of the 4<sup>th</sup> day of January, 2000 by the undersigned Trustee.

**ARTICLE I**  
**FORMATION**

The Trust (the "Trust") is a real estate investment trust within the meaning of Title 8 of the Corporations and Associations Article of the Annotated Code of Maryland ("Title 8"). It is intended that the Trust shall qualify and carry on business as a "real estate investment trust" ("REIT") under the Internal Revenue Code of 1986, as amended (the "Code"), if and to the extent that the Board of Trustees of the Trust (the "Board") determines that such qualification is in the best interest of the Trust and its shareholders. The Trust shall not be deemed to be a general partnership, limited partnership, joint venture, joint stock company or a corporation, nor shall the Trustees (as hereafter defined) or shareholders or any of them for any purpose be, nor be deemed to be, nor be treated in any way whatsoever as, liable or responsible hereunder as partners or joint venturers, but nothing herein shall preclude the Trust from being treated for tax purposes as an association under the Code.

**ARTICLE II**  
**NAME**

The name of the Trust is:

Integroup Realty Trust

Under circumstances in which the Board determines that the use of the name of the Trust is not practicable, the Trust may use any other designation or name for the Trust.

**ARTICLE III**

**SHARES OF BENEFICIAL INTEREST**

The Trust has authority to issue 1,000 common shares of beneficial interest, \$.01 par value per share.

ID # D05621727 ACK # 1000133447000000  
 LIBER: B00105 FOLIO: 0475 PAGES: 0005  
 INTEGROUP REALTY TRUST

#### **ARTICLE IV**

##### **SHAREHOLDERS**

There shall be an annual meeting of the shareholders, to be held on proper notice at such time (after the delivery of the annual report as provided in the Bylaws) and convenient location as shall be determined by or in the manner prescribed in the Bylaws, for the election of the Trustees, if required, and for the transaction of any other business within the powers of the Trust. Except as otherwise provided in this Declaration of Trust, special meetings of shareholders may be called in the manner provided in the Bylaws. If there are no Trustees, the officers of the Trust shall promptly call a special meeting of the shareholders entitled to vote for the election of successor Trustees. Any meeting may be adjourned and reconvened as the Trustees determine or as provided in the Bylaws.

#### **ARTICLE V**

##### **BOARD OF TRUSTEES**

The business and affairs of the Trust shall be managed under the direction of the Board and the Board shall have full, exclusive and absolute power, control and authority over any and all property of the Trust. The Board may take any action as in its sole judgment and discretion is necessary or appropriate to conduct the business and affairs of the Trust.

Upon acceptance for record of this Declaration of Trust, the number of members of the Board (the "Trustees") initially is one (1), which number may be increased or decreased by majority vote of the entire Board; provided, however, that the total number of Trustees shall be at least one (1) and not more than fifteen (15). The name of the initial Trustee who shall serve until the first meeting of shareholders and until his successors are duly elected and qualify is:

Ronald Buckley

#### **ARTICLE VI**

##### **RESIDENT AGENT**

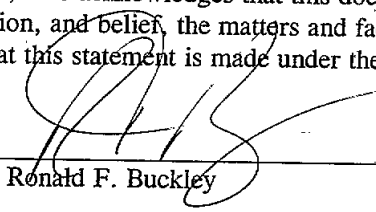
The name of the resident agent of the Trust in the State of Maryland is CSC-Lawyers Incorporating Service Company, whose post office address is 11 East Chase Street, Baltimore, Maryland 21202. The resident agent is a resident of the State of Maryland. The Trust may have such offices or places of business within or outside the State of Maryland as the Board may from time to time determine.

## ARTICLE VII

### MISCELLANEOUS

The Trust elects not to be governed by: (i) the Maryland Business Combination Statute, which is Section 3-602 of the Maryland General Corporation Law ("MGCL"), pursuant to Section 3-603(e)(1)(iii) of the MGCL, or (ii) the Maryland Control Share Acquisition Statute, which is Section 3-701 et seq. of the MGCL with respect to the acquisition by any person of shares of stock of the Corporation pursuant to Section 3-702(b) of the MGCL.

IN WITNESS WHEREOF, this Declaration of Trust has been executed on this 4<sup>th</sup> day of January 2000 by the undersigned Trustee, who acknowledges that this document is his act, that to the best of his knowledge, information, and belief, the matters and facts set forth herein are true in all material respects and that this statement is made under the penalties for perjury.



Ronald F. Buckley

00 JAN 21 AM 11:09

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap  
Its Agent, Laura R. Dunlap

crl

WORK ORDER 0000263893  
CUSTOMER ID 0000302770  
2000-01-10 10:51 AM  
AMT PAID 174.00