



FD20000003325

ACCOUNT NO. : 072100000032

REFERENCE : 642764 4301184

AUTHORIZATION :

Patricia Pujat

COST LIMIT : \$ 70.00

ORDER DATE : June 27, 2002

ORDER TIME : 11:09 AM

ORDER NO. : 642764-005

CUSTOMER NO: 4301184

CUSTOMER: Marcus Colagiacomo, Esq
Kane Kessler, P.c.
1350 Avenue Of The Americas
26th Floor
New York, NY 10019

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02 JUN 28 AM 11:52
DEPARTMENT OF STATE
DIVISION OF CONSULATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: AHI PROPERTIES I, INC.

400006105494-12

XXXX QUALIFICATION (TYPE: CQ)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons -- EXT# 1139

EXAMINER: *[Signature]*

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**APPLICATION
FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA
OF
AHI PROPERTIES I, INC.**

In compliance with Section 607.1503, Florida Statutes, the following is submitted to register a foreign corporation to transact business in the State of Florida:

1. The name of the corporation is **AHI Properties I, Inc.** (the "Corporation").
2. The Corporation was incorporated under the laws of the State of Delaware.
3. The Corporation's Federal Employer Identification number is 01-0718252.
4. The date of incorporation of the Corporation is May 14, 2002.
5. The Corporation has perpetual duration.
6. The Corporation will begin to transact business in Florida upon authorization.
7. The current mailing address and principal office of the Corporation is:

1400 Marsh Landing Parkway, Suite 112
Jacksonville, FL 32250

8. The purpose of the Corporation is to own real estate.
9. The name and address of the Corporation's Registered Agent in Florida is:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

Registered Agent's Acceptance:

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

Corporation Service Company

By:

Evelyn Wright
Name: Evelyn Wright
Title: Authorized Representative

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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10. Attached is a certificate of existence of the Corporation duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which the Corporation is incorporated.
11. Names of officers and directors of the Corporation (all officers and directors have as their address c/o AHI Properties 1, Inc., 1400 Marsh Landing Parkway, Suite 112, Jacksonville, FL 32250):

NAME AND ADDRESS

Jonathan M. Spiller
Robert R. Schiller
Todd Smith

TITLE

Director, President, and Chief Executive Officer
Director, Vice President, and Treasurer
Director and Secretary

Dated: June 24, 2002

AHI PROPERTIES I, INC.

By: 

Name: Todd Smith
Title: Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Delaware

PAGE 1

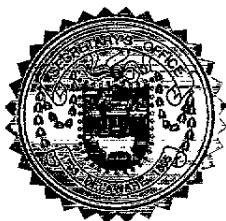
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AHI PROPERTIES I, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AHI PROPERTIES I, INC." WAS INCORPORATED ON THE FOURTEENTH DAY OF MAY, A.D. 2002.

APPROVED
AND
FILED
02 JUN 28 PM 1:49
SECRETARY OF STATE
ATLANTA, GEORGIA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3525829 8300

AUTHENTICATION: 1857170

020418619

DATE: 06-27-02