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July 25, 2000

ATTORNEYS' TITLE 660 E JEFFERSON ST TALLAHASSEE, FL 32301

SUBJECT: COMMERCIAL REAL ESTATE, INC.

Ref. Number: W00000018497

We have received your document for COMMERCIAL REAL ESTATE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 487-6927.

Tracy Smith Document Specialist

g of your document, piece.

Letter Number: 100A00040494SIOH OF CORPORATION

DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

. **OF**

COMMERCIAL REAL ESTATE PROPERTY, INC.,

a Florida corporation

Article I

Name

The name of the corporation is COMMERCIAL REAL ESTATE PROPERTY, INC.

Article II

Duration

This corporation shall have a perpetual existence.



Article III

<u>Purpose</u>

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 11780 U.S. Highway One, # 300, North Palm Beach, FL 33408, and the name of the initial registered agent of this corporation at the address is FHS CORPORATE SERVICES, INC. The mailing address of this corporation and the street address of this corporation is 5063 Lisbon Circle, Stuart, FL 34997.

Article VI

Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u> <u>Address</u>

Beverly A. Bray 5063 Lisbon Circle Stuart, FL 34997

Article VII

Incorporator

The name and address of the person signing these Articles is:

<u>Name</u> <u>Address</u>

Drennen L. Whitmire, Jr. 450 Royal Palm Way, Sixth Floor Palm Beach, FL 33480

Article VIII

<u>Powers</u>

1

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article IX

Indemnification

This corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal representatives of such a person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

Article X

<u>Amendment</u>

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XI

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

Article XII

Beginning of Corporate Existence

The date when corporate existence shall begin shall be the date of the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this Z day of August, 2000.

DRENNEN L. WHITMIRE, JR.

Incorporator

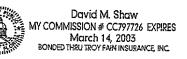
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 2 day of August, 2000, by DRENNEN L. WHITMIRE, JR., who is personally known to me and did not take an oath.

_ 1) M	2
NOTARY PUBLIC	
Printed Name of Notary:	
Commission No.:	
Commission Expiration:	
	

(NOTARIAL SEAL)



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.050, and 48.091, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is: COMMERCIAL REAL ESTATE PROPERTY, INC.

1.

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2.	The name and address of the registered agent and office is:
	FHS CORPORATE SERVICES, INC.
	(NAME)
	11780 U.S. Highway One, # 300 (STREET ADDRESS)
PLACE	FHS CORPORATE SERVICES, INC. By:
	DATE August 2 , 2000