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P. 1

Tuesday, January 09, 2001 14:03:18 PM

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

WESTGATE MANAGEMENT COMMONS INC

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01/10/01 12:29 F1 Dept of State

p1 /1

p.2



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 10, 2001

FLORIDA FILING & SEARCH

SUBJECT: WESTGATE MANAGEMENT COMMONS INC.
REF: W01000000717

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Becky McKnight
Document Specialist

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EFFECTIVE DATE
01-09-01

p. 3

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:
WESTGATE MANAGEMENT COMMONS INC.

Article II. Address

The Corporation's mailing address is:
50 Broad Street Suite 808
New York, NY 10004

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32302

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Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Ralph Pastore

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Registered Agents, Ltd.
1220 North Market Street
Wilmington, DE 19801
800-421-2661

Article V. Capital Stock

The Corporation shall have the authority to issue 3,000 shares of common stock, par value zero per share.

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Article VI. Incorporator

The name and address of the incorporator is:

Laura Dalessio

1220 Market Street

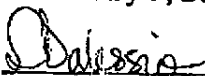
Suite 606

Wilmington, DE 19801

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 9, 2001.

The undersigned incorporator executed these Articles of Incorporation on January 9, 2001



Laura Dalessio

Incorporator

#010000004013

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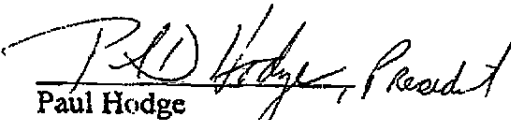
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
WESTGATE MANAGEMENT COMMONS INC.

REGISTERED AGENT/OFFICE

Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32302

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions for all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Paul Hodge
Date: January 9, 2001

American Incorporators Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-441-5940

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