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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : WEINER & ARONSON, P.A.
Account Number : T20000000174
Phone : (561) 265-2666
Fax Number : (561) 272-6831

01 JAN 18 PM 4:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Herz Realty Advisors

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JAN 18 2001

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**ARTICLES OF INCORPORATION
OF
HERZ REALTY ADVISORS, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: HERZ REALTY ADVISORS, INC.

The address of the principal office of this corporation shall be 401 N.E. Mizner Blvd., #T-302, Boca Raton, Florida 33432, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be Weiner & Aronson, P.A., 102 North Swinton Avenue, Delray Beach, Florida 33444 and the name of the initial registered agent of the corporation at that address is Michael S. Weiner, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial member of the Board of Directors is:

Danny Herz
401 N.E. Mizner Blvd., #T-302
Boca Raton, Florida 33432

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first

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year of the corporation, or until their successors are elected or appointed are:

Danny Herz, President
401 N.E. Mizner Blvd., #T-302
Boca Raton, Florida 33432

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is

Weiner & Aronson, P.A.
102 North Swinton Avenue
Delray Beach, Florida 33444

ARTICLE IX. TAXATION

The corporation hereby elects to be taxed as a small business corporation, an "S" corporation under the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned agent of Weiner & Aronson, P.A., has hereunto set his hand and seal of Weiner & Aronson, P.A. on this 18 day of January, 2001.

WEINER & ARONSON, P.A.

By: *[Signature]*

Its Agent: *[Signature]*

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Weiner & Aronson, P.A., a Florida 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 under Section 607.0505, Florida Statutes.

WEINER & ARONSON, P.A.

By: *[Signature]*

Its Agent: *[Signature]*

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TALLAHASSEE FLORIDA