

P01000040462

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : ADMIRALS COVE ASSOCIATES, LTD.
Account Number : I19990000071
Phone : (561)744-1700
Fax Number : (561)744-8889

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR 20 AM 8:31

FLORIDA PROFIT CORPORATION OR P.A.

Valencia Realty Co., Inc.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

**ARTICLES OF INCORPORATION
OF
VALENCIA REALTY CO., INC.**

**Article I
Name**

The name of the corporation is: VALENCIA REALTY CO., INC.

**Article II
Duration**

This corporation shall have perpetual existence.

**Article III
Principal Office**

The mailing address of the principal place of business of the corporation is:

200 Admirals Cove Blvd., Suite 417
Jupiter, FL 33477

**Article IV
Purpose**

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

**Article V
Capital Stock**

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock.

**Article VI
Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is:

200 Admirals Cove Blvd.
Suite 417
Jupiter, FL 33477

and the registered agent of this corporation is: Sherry Lefkowitz Hyman.

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Article VII
Initial Board of Directors

This corporation shall have two director(s) 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 names and addresses of the initial directors of the corporation are:

THOMAS FRANKEL	BENJAMIN FRANKEL
200 Admirals Cove Blvd.	200 Admirals Cove Blvd.
Suite 417	Suite 417
Jupiter, FL 33477	Jupiter, FL 33477

Article VIII
Incorporators

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

THOMAS FRANKEL
200 Admirals Cove Blvd.
Suite 417
Jupiter, FL 33477

Article IX
Powers

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

Article X
Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the board of directors by means of conference telephone as provided by law.

Article XI
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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Article XII
Amendment

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 shareholders is subject to this reservation.

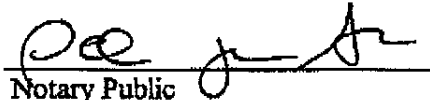
IN WITNESS WHEREOF, the undersigned subscriber have executed these Articles of Incorporation this 20 day of April, 2001.



STATE OF FLORIDA)
) SS
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, appeared Thomas Frankel who executed the foregoing Articles of Incorporation and she/he is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20 day of April, 2001.


Notary Public

Pamela Jean Allen
Printed Name of Notary

(SEAL)

My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
PAMELA JEAN ALLEN
COMMISSION # GC779067
EXPIRES 12/31/2002
BONDED THRU ASA 1-888-NOTARY1

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

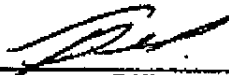
FIRST THAT VALENCIA REALTY CO., INC.
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT 200 Admirals Cove Blvd., Suite 417, Jupiter, FL 33477
(Business Address, City and State)

HAS NAMED Sherry Lefkowitz Hyman
(Name of Registered Agent)

LOCATED AT 200 Admirals Cove Blvd., Suite 417, Jupiter, FL 33477
(Street Address and Number Of Building,
Post Office Box Addresses ARE NOT Acceptable)

CITY OF Jupiter, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE
(City)
OF PROCESS WITHIN FLORIDA.

SIGNATURE 
(Corporate Officer)
TITLE Thomas Frankel
President
DATE 4/19/01

FILED
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DIVISION OF CORPORATIONS
01 APR 20 AM 8:31

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION,
AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY,
AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND
OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 
(REGISTERED AGENT)
DATE 4/19/01

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314

(NOTE: There is a filing fee of \$3.00 for this certificate)