

PO1000044713

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

EFFECTIVE DATE
05-01-01

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000062875 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : GRAHAM, CLARK, JONES, BUILDER, PRATT & MARKS
Account Number : I19990000278
Phone : (407) 647-4455
Fax Number : (407) 740-7063

FLORIDA PROFIT CORPORATION OR P.A.

New Smyrna Condo Building No. 5, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03 (4)
Estimated Charge	\$70.00

FILED
01 MAY -3 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

McKnight MAY 03 2001

MAY-03-2001 13:53

FILED
01 MAY -3 PM 3:42
P.02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

NEW SMYRNA CONDO BUILDING NO. 5, INC.

EFFECTIVE DATE

05-01-01

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for the corporation (the "Corporation").

ARTICLE I

NAME

The name of this Corporation is NEW SMYRNA CONDO BUILDING NO. 5, INC.

ARTICLE II

ADDRESS OF PRINCIPAL OFFICE

The principal office and street address of this Corporation is 3033 Chimney Rock Rd., Suite 400, Houston, Texas 77056.

ARTICLE III

EXISTENCE; DURATION

The date of corporate existence shall be the date of acknowledgment of these Articles provided the Articles are filed with the Department of State within five (5) days of the date of acknowledgment, exclusive of legal holidays, and if not so filed, then the date of corporate existence shall be the date of the filing. This Corporation shall exist perpetually unless dissolved by operation of law.

ARTICLE IV

GENERAL PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE V

CAPITAL STOCK

This Corporation is authorized to issue five thousand (5,000) shares of capital stock, which shall be designated Common Shares with a par value of One and No/100 Dollars (\$1.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 369 North New York Avenue, Third Floor, Winter Park, Florida 32789, and the name of the initial registered agent of this Corporation at that address is Jesse E. Graham.

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator of this Corporation is:

Jesse E. Graham

369 North New York Avenue, Third Floor
Winter Park, Florida 32789

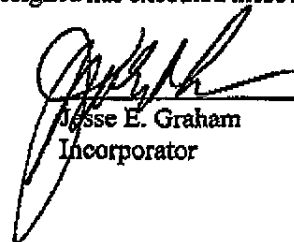
ARTICLE VIII
INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE IX
AMENDMENT

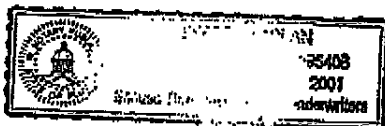
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

15 IN WITNESS WHEREOF, the undersigned has executed these Articles at Winter Park, Florida, this day of May, 2001.


Jesse E. Graham
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15 day of May, 2001, by Jesse E. Graham, who is personally known to me.




NOTARY PUBLIC

Print Name: _____

My Commission Expires: _____



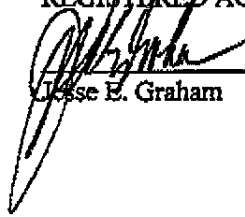
MAY-03-2001 13:53

P.04
(((H01000062875 9)))

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for NEW SMYRNA CONDO BUILDING NO. 5, INC., at the place designated in the Articles of Incorporation, I am familiar with and hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT:


Jesse E. Graham

FILED
01 MAY -3 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA