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Florida Department of State

Division of Corporations

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To:

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

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

FLORIDA PROFIT CORPORATION OR P.A.

SANDSTONE REAL ESTATE COMPANY, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight JUL 05 2001

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**ARTICLES OF INCORPORATION
OF
SANDSTONE REAL ESTATE COMPANY, INC.**

The undersigned Incorporator hereby forms a corporation under the Florida Business Corporation Act (Florida Statutes, Chapter 607) and hereby adopts the following:

First. Corporate Name.

The name of this Corporation is:

SANDSTONE REAL ESTATE COMPANY, INC.

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Second. Mailing Address of Corporation.

The mailing address of this Corporation is 1000 Brickell Avenue, Suite 910, Miami, Florida 33131.

Third. Nature of Business

The general nature of the business to be transacted by this corporation is to conduct any and all lawful activities or business permitted under the laws of the United States of America and the State of Florida, (and in particular, without limitation, Chapter 607 of the Florida Statutes, entitled the Florida Business Corporation Act which is hereby incorporated by reference herein these Articles of Incorporation).

Fourth. Capital Stock.

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The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of \$.01 per share.

Fifth. Term of Existence.

This Corporation shall have perpetual existence.

Sixth. Initial Registered Office and Registered Agent.

The Corporation's initial registered agent shall be James L. Fried, and the street address of the initial registered office of this Corporation in the State of Florida is 1000 Brickell Avenue, Suite 910, Miami, Florida 33131.

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Seventh. Board of Directors.

This Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1).

The name and address of the initial director who shall hold office until the *earlier* of his resignation, removal or replacement is:

| | |
|----------------|----------------------|
| James L. Fried | 1000 Brickell Avenue |
| | Suite 910 |
| | Miami, Florida 33131 |

Eighth. Incorporator.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is James L. Fried, 1000 Brickell Avenue, Suite 910, Miami, Florida 33131.

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Ninth. Amendment.

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

Tenth. Indemnification.

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporator, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of this 2nd day of July, 2001.


James L. Fried

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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT
UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida Statutes:

Having been appointed registered agent of SANDSTONE REAL ESTATE COMPANY, INC.
in its Articles of Incorporation, at the place designated in such Articles of Incorporation, the
undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the
obligations of such position.


James L. Fried

Dated: July 2, 2001

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