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July 5, 2001

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation

700004464337--0  
-07/09/01--01068--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir or Madam:

Enclosed for filing is one original and two copies of the Articles of Incorporation of Lake Suncoast, Inc. Also enclosed is my check in the amount of \$87.50 representing the filing fees (\$35.00) and resident agent fee (\$35.00), certificate of good standing (\$8.75) and certified copy of the article (\$8.75). Thank you for your assistance.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

*Michael A. Altes*  
Michael A. Altes

MAA/jka

Enclosures

01 JUL -9 PM 4:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B  
7/11/02

ARTICLES OF INCORPORATION  
OF

LAKE SUNCOAST, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Lake Suncoast, Inc.

ARTICLE II

Initial Principal Office or Place of Business

The initial principal office or place of business of this corporation is c/o Atlas Partners, 55 East Monroe Street, Suite 1890, Chicago, Illinois 60603.

ARTICLE III

Duration

This corporation shall exist perpetually, commencing upon the filing of these Articles.

ARTICLE IV

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business, including, without limitation, serving as trustee to own and hold legal title to real property.

ARTICLE V

Capital Stock

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

## ARTICLE VI

### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 4219 Lexington Avenue, Jacksonville, Florida 32210 and the name of the initial registered agent of this corporation at that address is Michael A. Altes.

## ARTICLE VII

### Directors

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one.

## ARTICLE VIII

### Initial Director

The name and street address of the initial director of the corporation is:

Roger F. Ruttenberg  
C/o Atlas Partners  
55 East Monroe Street, Suite 1890  
Chicago, Illinois 60603

## ARTICLE IX

### Incorporator

The name and street address of the person signing these Articles is:

Roger F. Ruttenberg  
C/o Atlas Partners  
55 East Monroe Street, Suite 1890  
Chicago, Illinois 60603

## ARTICLE X

### Bylaws

The initial bylaws of this corporation shall be adopted by the director. The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders, provided, however, the Board of Directors may not alter or repeal a bylaw or amendment thereto adopted by the shareholders.

## ARTICLE XI

### Restrictions of Transfer of Stock

The shareholders may, by bylaw provision or by shareholders' agreement, recorded in the Minute Book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

## ARTICLE XII

### Director Compensation

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

## ARTICLE XIII

### Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE XIV

Amendment

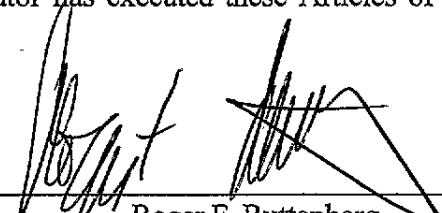
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 2<sup>nd</sup> day of July, 2001.

  
\_\_\_\_\_  
Roger F. Ruttenberg

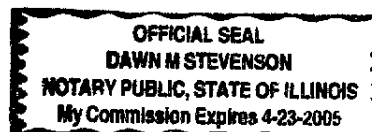
STATE OF ILLINOIS

COUNTY OF COOK

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of July, 2001 by Roger F. Ruttenberg. He is personally known to me or ~~has produced~~ \_\_\_\_\_ (type of identification) as identification.

  
\_\_\_\_\_  
Notary Public, State and County aforesaid.

Dawn M. Stevenson  
Type or Print Name  
My commission expires: 4-23-2005



FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 617.0501, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

LAKE SUNCOAST, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS IN CARE OF ATLAS PARTNERS, 55 EAST MONROE STREET, SUITE 1890, CHICAGO, ILLINOIS 60603, HAS NAMED MICHAEL A. ALTES, WHOSE ADDRESS IS 4219 LEXINGTON AVENUE, JACKSONVILLE, FLORIDA 32210, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA. SAID REGISTERED AGENT'S ADDRESS IS THE CORPORATION'S REGISTERED OFFICE.

LAKE SUNCOAST, INC.

By: 

Roger F. Ruttenberg

Dated: July 3, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

  
Michael A. Altes

Registered Agent

Dated: July 5, 2001