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ACCOUNT NO.: 072100000032

REFERENCE: 578249

COST LIMIT : \$ 70.00

ORDER DATE: December 5, 2001

ORDER TIME : 3:05 PM

ORDER NO. : 578249-005

CUSTOMER NO: 4328089

000004707040---4

CUSTOMER:

Gerald Matlin, Esq

Gerald W. Matlin, Esq.

71 S. Bedford Rd.

Mt. Kisco, NY 10549

DOMESTIC FILING

NAME:

5252 TAMPA ASSOCIATES, INC.

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

2001 DEC -5 PM 3: 58

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

5252 TAMPA ASSOCIATES, INC.

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: 5252 TAMPA ASSOCIATES, INC.

The address of the principal office of this corporation shall be 71 South Bedford Road, Mt. Kisco, NY 10549, and the mailing address of the corporation 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 200 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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 address of the initial member of the Board of Directors is:

Gerald W. Matlin Dir.

71 South Bedford Road Mt. Kisco, NY 10549

FILED

ARTICLE VII. INCORPORATOR

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SECRETARY OF STATE
The name and street address of the incorporator Atto AHASSEE FLORIDA
these Articles of Incorporation:

Corporation Service Company 2711 Centerville Road Suite 400 Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on December 5, 2001.

Deborah W Skipper
Incorporator
as its Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware 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.

By: Weborah XD Skipper
as its Agent, Deborah D. Skipper
Authorized Service Representative
Corporation Service Company

sxk