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FLORIDA PROFIT CORPORATION OR P.A.

CLEARWATER PARK TOWER AT CITY PLACE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
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**ARTICLES OF INCORPORATION****OF**

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**CLEARWATER PARK TOWER AT CITY PLACE, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME OF CORPORATION**

The name of this Corporation shall be:

CLEARWATER PARK TOWER AT CITY PLACE, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of this Corporation is c/o Howard D. Cohen, Clearwater Park Tower at City Place, Inc., 1025 Kane Concourse, Suite 215, Bay Harbor Islands, Florida, 33154.

**ARTICLE III  
AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE IV  
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is c/o Howard D. Cohen, Clearwater Park Tower at City Place, Inc., 1025 Kane Concourse, Suite 215, Bay Harbor Islands, Florida, 33154, and the initial registered agent of this Corporation at that address shall be Howard D. Cohen.

Prepared by: Howard D. Cohen, Esq., FL Bar #980323  
1025 Kane Concourse, Suite 215  
Bay Harbor Islands, Florida 33154  
(305) 867-2245

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE V  
INCORPORATOR

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

Howard D. Cohen  
c/o Clearwater Park Tower at City Place, Inc.  
1025 Kane Concourse, Suite 215  
Bay Harbor Islands, Florida 33154

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 18<sup>th</sup> day of February, 2002.

  
Howard D. Cohen, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

  
Howard D. Cohen, Registered Agent

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