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STATE
TALLAHASSEE, FLORIDA

R. PATRICK BEATTY

R. PATRICK BEATTY

TRIAL PRACTICE
PERSONAL INJURY AND WRONGFUL DEATH

CRIMINAL LAW
WORKER'S COMPENSATION

ATTORNEY AT LAW
32 E. OCEAN BLVD., STUART, FLORIDA 34994

MAILING ADDRESS
POST OFFICE DRAWER 2333, STUART, FLORIDA 34995

E-MAIL: pbeatty2@bellsouth.net

TELEPHONE
STUART (561) 286-2750
FAX (561) 286-2817

December 17, 2002

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

RE: Articles of Incorporation of Oxford Real Estate Investment Trust, Inc.

Gentlemen:

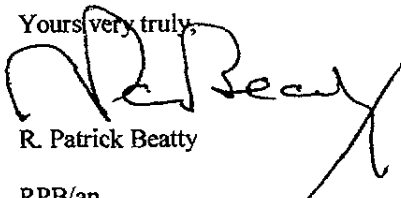
The following is enclosed:

1. Original and one copy of Articles of Incorporation of Oxford Real Estate Investment Trust, Inc.
2. My check payable to the Florida Department of State in the sum of \$78.75 representing payment of the Filing Fee, Registered Agent Designation, and one Certified Copy.

Please forward the appropriate documentation to this office.

Thank you for your courtesy in this matter.

Yours very truly,



R. Patrick Beatty

RPB/an
Enclosures

**ARTICLES OF INCORPORATION
OF
OXFORD REAL ESTATE INVESTMENT TRUST, INC.**

ARTICLE I

Name

The name of the corporation is OXFORD REAL ESTATE INVESTMENT TRUST,
INC.

ARTICLE II

Duration

The corporation shall have a perpetual existence.

ARTICLE III

Address

The address of the principal office of the corporation is:

592 Meadow Wood Way
Stuart, Florida 34997

ARTICLE IV

Capital Stock

The maximum number of shares which this corporation is authorized to have
outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per
share.

ARTICLE V

Initial Registered Office and Agent

The initial registered agent and office address of this corporation shall be:

Frederick A. Humberstone
592 Meadow Wood Way
Stuart, Florida 34997

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TALLAHASSEE, FLORIDA

ARTICLE VI
Initial Board of Directors

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one nor more than five. The name and address of the sole director constituting the initial Board of Directors is:

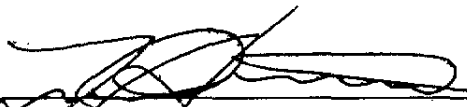
Frederick A. Humberstone
592 Meadow Wood Way
Stuart, Florida 34997

ARTICLE VII
Incorporator

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

Frederick A. Humberstone
592 Meadow Wood Way
Stuart, Florida 34997

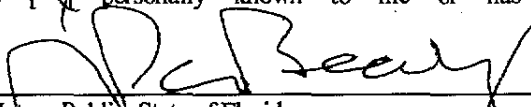
The undersigned has executed these Articles of Incorporation this 17th day of December, 2002.



Frederick A. Humberstone, Incorporator

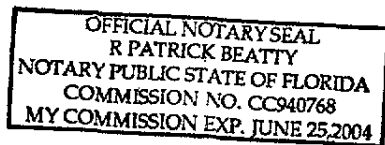
STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation was acknowledged before me this 17th day of December, 2002 by Frederick A. Humberstone who is ☒ personally known to me or has produced _____ as identification.



Notary Public, State of Florida
[Printed Name]

My Commission Expires:



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is:

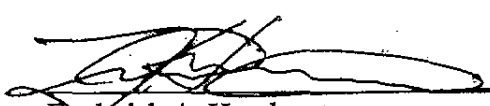
OXFORD REAL ESTATE INVESTMENT TRUST, INC.

2. The name and address of the registered agent and office is:

Frederick A. Humberstone
592 Meadow Wood Way
Stuart, Florida 34997

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

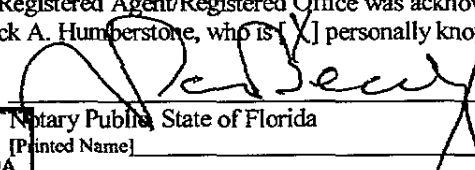
Date: December 17, 2002


Frederick A. Humberstone
Registered Agent

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Acceptance of Designation as Registered Agent/Registered Office was acknowledged before me this 17 day of December, 2002 by Frederick A. Humberstone, who is ☒ personally known to me.

OFFICIAL NOTARY SEAL
R PATRICK BEATTY
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC940768
MY COMMISSION EXP. JUNE 25, 2004


Notary Public, State of Florida
[Printed Name]

My Commission Expires: