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CAPITAL CONNECTION, 417 E. Virginia Street, Suite 1 • Tallahassee, Flor (850) 224-8870 • 1-800-342-8062 • Fax (850)	ida 32301			
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ARTICLES OF INCORPORATION	SSEE	сл Г	5
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CARROLL PROPERTIES 601, INC.		2 ¢	<u> </u>

THE UNDERSIGNED, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: CARROLL PROPERTIES 601, INC.

ARTICLE II - PURPOSE

The general purpose of the business and objects and purposes proposed to be transacted by the Corporation and the powers and privileges to be exercised by it shall include all powers that are given to bodies corporate under the Statutes of the State of Florida, as the same may exist and may be amended from time to time.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue at any time is 1,000 shares, all of which shall be common shares with \$1.00 par value.

Each shareholder of the Corporation shall be entitled to full pre-emptive rights to acquire his proportionate part of any unissued or treasury shares of the Corporation, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the Corporation.

ARTICLE IV - DURATION

The term of existence of the Corporation is perpetual.

ARTICLE V - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at:

627 S. W. 8th Avenue Ft. Lauderdale, FL 33315

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than two (2). The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the Corporation's existence, or until their successors shall have been elected and qualified, are as follows:

NORMAN BENNETT CARROLL 627 S. W. 8th Avenue Ft. Lauderdale, FL 33315

JOAN MARIE CARROLL 627 S. W. 8th Avenue Ft. Lauderdale, FL 33315

ARTICLE VII - REGISTERED AGENT

The registered agent and the registered office for this Corporation are:

NORMAN BENNETT CARROLL 627 S. W. 8th Avenue Ft. Lauderdale, FL 33315

ARTICLE VIII - INCORPORATOR

The names and addresses of the persons signing these Articles of Incorporation are:

NORMAN BENNETT CARROLL 627 S. W. 8th Avenue Ft. Lauderdale, FL 33315

> JOAN MARIE CARROLL 627 S. W. 8th Avenue Ft. Lauderdale, FL 33315

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - MEETING BY CONFERENCE TELEPHONE

The members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone, but regular meetings of the Board of Directors must be attended, in fact, in person by each Director.

ARTICLE XII - ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the Corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

DAN MARIE

4/29

Incorporation on

NORMAN BENNETT CARR **Registered** Agent IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of , 2004.

. . .

STATE OF COUNTY OF

THE FOREGOING INSTRUMENT was acknowledged before me on Ama 2004, by NORMAN BENNETT CARROLL, who are personally known to me or who has produced <u>Mc</u> as identification, and who did take an oath.

, Matoa OTARY

My Commission Expires: Mad 19, 2005

STATE OF FLORIDA COUNTY OF BROWARD

JULIEM.WHITEAKER Notary Public - Notary Seal STATE OF MISSOURI Jackson County My Commission Expires: Mar. 19, 2005

THE FOREGOING INSTRUMENT was acknowledged before me on 5/4 ______, 2004, by JOAN MARIE CARROLL, who are personally known to me or who has produced _______ as identification, and who did take an oath.

My Commission Expires:

SUSAN EL SHEIKH Notary Public, State of Florida My comm. exp. Dec. 13, 2004 Comm. No. CC 983729

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