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FLORIDA PROFIT CORPORATION OR P.A.

Plaza North Management, Inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF DOUGLAS HOLDINGS, INC.

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Plaza North Management, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

375 Douglas Avenue, Altamonte Springs, Florida 32714

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The sole and single purpose of this corporation is to serve as the Managing Member of Douglas Holdings, LLC, a Florida limited liability company, and thereby to facilitate the ownership, operation, leasing, renovation, management and financing of the real property located at 375/445 Douglas Avenue, Altamonte Springs, Florida

ARTICLE IV SHARES

The number of shares of stock is:

100 shares per value

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Mr. Barry Singer, President, c/o Frenkel, Hershkowitz & Shafran LLP, 16 East 34th Street, New York, NY 10016

Ms. Chaya Singer, Vice President, c/o Frenkel, Hershkowitz & Shafran LLP, 16 East 34th Street, New York, NY 10016

Mr. Richard H. Merz, Vice President and Secretary, c/o Frenkel, Hershkowitz & Shafran LLP, 16 East 34th Street, New York, NY 10016

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

United Corporate Services, Inc.
9200 South Dadeland Boulevard
Suite 508
Miami, Florida 33156

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Richard H. Merz, Esq.
c/o Frenkel, Hershkowitz & Shafran LLP
16 East 34th Street
New York, NY 10016

~~~~~  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

  
\_\_\_\_\_  
Signature/Registered Agent

8-31-04  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Incorporator

8/30/2004  
\_\_\_\_\_  
Date