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From: Account Name : PORGES, HAMLIN, KNOWLES AND PROUTY, PC  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**St. Louis Brewery AGP, Inc.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**ST. LOUIS BREWERY AGP, INC.**

**ARTICLE I. NAME**

The name of this corporation shall be St Louis Brewery AGP,

**ARTICLE II. PRINCIPAL OFFICE**

The mailing address and principal place of business of the corporation is 340 Royal Poinciana Plaza, Suite 305, Palm Beach, FL 33480.

**ARTICLE III. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of signing of these Articles of Incorporation. This corporation's duration shall be perpetual.

**ARTICLE IV. PURPOSE**

The general purposes for which the corporation is organized are the following:

A. The Corporation shall serve as a single purpose entity, which shall have no assets or liabilities, and engage in no other business other than related to acting as the Administrative General Partner of St. Louis Brewery Apartments, L.P., a Missouri limited partnership.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

**ARTICLE V. CAPITAL STOCK**

This corporation shall have the authority to issue 7,500 shares of One Dollar (\$1.00) par value common capital stock.

PREPARED BY:  
Curtis D. Hamlin Esquire (Bar No. 0237922)  
Porges, Hamlin, Knowles & Prouty, P.A.  
1205 Manatee Avenue West  
Bradenton, Florida, 34205  
(941)748-3770

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ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 1205 Manatee Avenue West, Bradenton, FL 34205.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Curtis D. Hamlin.

ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Curtis D. Hamlin, 1205 Manatee Avenue West, Bradenton, FL 34205.

ARTICLE IX. AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the shareholders by a majority vote of such shareholders.

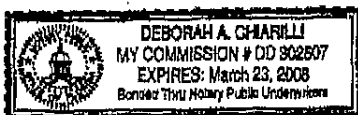
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 15<sup>th</sup> day of October, 2004.

  
Curtis D. Hamlin, Incorporator

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of October, 2004, by Curtis D. Hamlin, designated above as the individual who shall serve as this corporation's incorporator, who is personally known to me.

(NOTARY STAMP)



  
Deborah A. Chiarilli  
Notary Public

Oct. 18. 2004 11:42AM

PORGES HAMLIN KNOWLES & PROUTY

No. 1878 P. 4

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**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of St. Louis Brewery AGP, Inc. which is contained in the foregoing Articles of Incorporation. Pursuant to Section 607.0501(3), Florida Statutes (2001), I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 15<sup>th</sup> day of October, 2004.



Curtis D. Hamlin, Registered Agent

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