

**Electronic Articles of Incorporation
For**

P04000144322
FILED
October 19, 2004
Sec. Of State
jshivers

CLEMATIS MANAGEMENT CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CLEMATIS MANAGEMENT CORP.

Article II

The principal place of business address:

100 SOUTH OLIVE AVENUE
WEST PALM BEACH, FL. US 33401

The mailing address of the corporation is:

P.O. BOX 1625
WEST PALM BEACH, FL. US 33402

Article III

The purpose for which this corporation is organized is:

CORPORATION IS ORGANIZED FOR THE SOLE PURPOSE OF PERFORMING AS MANAGING MEMBER OF 222 CLEMATIS, LLC & 312 CLEMATIS, LLC, EACH A DELAWARE LLC OWNING TITLE TO PROPERTIES IN WEST PALM BEACH, FL & CONDUCTING ALL LAWFUL ASSOCIATED ACTIVITIES

Article IV

The number of shares the corporation is authorized to issue is:

1,000 @ \$.001

Article V

The name and Florida street address of the registered agent is:

JONATHAN R SATTER
100 SOUTH OLIVE AVENUE
WEST PALM BEACH, FL. 33401

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JONATHAN R. SATTER

Article VI

The name and address of the incorporator is:

JONATHAN R. SATTER
100 SOUTH OLIVE AVENUE
WEST PALM BEACH, FL 33401

Incorporator Signature: JONATHAN R. SATTER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PD
JONATHAN R SATTER
115 PALMETTO LANE
WEST PALM BEACH, FL. 33405 US

Title: VPD
DONALD K DEWOODY JR.
1280 BEAR ISLAND DRIVE
WEST PALM BEACH, FL. 33409 US

Title: VSTD
MARK B ELHILOW
215 5TH STREET #200
WEST PALM BEACH, FL. 33401 US