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**RESTATED ARTICLES OF INCORPORATION
OF
UNIVERSITY COMMONS MANAGEMENT COMPANY, INC.**

These Restated Articles of Incorporation of University Commons Management Company, Inc. (the "Corporation") contain amendments requiring shareholder approval. These Restated Articles of Incorporation were duly adopted by joint unanimous written consent of the Board of Directors and shareholders of the Corporation on March 31, 2011. The number of votes cast by the shareholders for the amendments contained in these Restated Articles of Incorporation was sufficient for approval.

Article I

Name

The name of the Corporation is University Commons Management Company, Inc.

Article II

Duration

The Corporation shall have perpetual existence.

Article III

Purpose

The Corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business of the Corporation shall be: 6400 North Andrews Avenue, Suite 500, Fort Lauderdale, Florida 33309.

Article V

Capital Stock

The total number of shares of stock which the Corporation shall have authority to issue is One Thousand (1,000 shares) of common stock, no par value.

Article VI

Registered Office And Agent

The street address of the registered office of the Corporation is 6400 North Andrews Avenue, Suite 500, Fort Lauderdale, Florida 33309 and the registered agent of the Corporation at that address is Jeffrey M. Rosenberg.

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Article VII
Board of Directors

The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one (1). The names and addresses of the directors of the Corporation are:

Bruce Weiner
6400 North Andrews Avenue
Suite 500
Fort Lauderdale, Florida 33309

Jeffrey Rosenberg
6400 North Andrews Avenue
Suite 500
Fort Lauderdale, Florida 33309

Article VIII
Powers

The Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article IX
Indemnification

Provided that the person proposed to be indemnified meets the requisite standard of conduct for permissive indemnification as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the Corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or agent. The indemnification provided herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be an officer, director, employee or agent of the Corporation, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

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Article X
Bylaws

The bylaws may be adopted, altered, amended or repealed by either the shareholders or the board of directors; but the board of directors may not amend or repeal any bylaw provision adopted by the shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, the undersigned has executed these Restated Articles of Incorporation this 31st day of March, 2011.


Jeffrey K. Rosenberg, Vice President

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