

P05000014983

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To:
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Fax Number : (850) 205-0380

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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BASIC AMENDMENT

SIME REALTY CORPORATION

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*Amended & Related
Art.*

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 3, 2005

SIME REALTY CORPORATION
505 LUENGA AVE
CORAL GABLES, FL 33146SUBJECT: SIME REALTY CORPORATION
REF: P05000014983

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please entitle your document Amended and Restated Articles of Incorporation.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If the corporation is a PROFIT corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

If the corporation is a NOT FOR PROFIT corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

THE DOCUMENT YOU SUBMITTED HAS BEEN PREPARED PURSUANT TO 608.411 (LIMITED LIABILITY STATUTES). AS THE ENTITY WAS ORIGINALLY FILED AS A CORPORATION FOR PROFIT, THIS DOCUMENT SHOULD BE FILED PURSUANT TO CHAPTER 607.1007,

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

FLORIDA STATUTES.

ALL REFERENCE TO ARTICLES OF ORGANIZATION SHOULD BE REMOVED THROUGHOUT THE DOCUMENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Document Specialist

FAX Aud. #: H05000025584
Letter Number: 805A00007807

AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective January 31, 2005 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name

If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: SIME REALTY CORPORATION
Old Name:

Article II. Address

The mailing address of the Corporation is:
SIME REALTY CORPORATION
505 LUENGA AVENUE
CORAL GABLES FL 33146

Article III. Board of Directors

The name of each member of the Corporation's Board of Directors is:
BELINDA SIME
SCOTT K. SIME

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Article IV. Capital Stock

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

Luis Diaz
4627 Ponce De Leon Blvd.
Coral Gables FL 33146

Article VI. Corporate Existence

The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

SIME REALTY CORPORATION

By: _____

by K. Sarria as attorney-in-fact

Name: Belinda Sime

Title: Director

Date: January 31, 2005

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

CORPORATION:

SIME REALTY CORPORATION

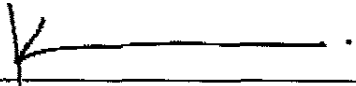
REGISTERED AGENT/OFFICE:

Luis Diaz

4627 Ponce De Leon Blvd.

Coral Gables FL 33146

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



LUIS DIAZ

by K. Sarria as attorney-in-fact

Date: February 3, 2005

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686