

**Electronic Articles of Incorporation
For**

P05000037043
FILED
March 10, 2005
Sec. Of State
thampton

MIZNER RESIDENTIAL HOLDINGS, INC.

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:

MIZNER RESIDENTIAL HOLDINGS, INC.

Article II

The principal place of business address:

401 N.E. MIZNER BLVD.
201
BOCA RATON, FL. 33432

The mailing address of the corporation is:

401 N.E. MIZNER BLVD.
201
BOCA RATON, FL. 33432

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

10,000

Article V

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

CYNTHIA A WARREN
401 N.E. MIZNER BLVD.
201
BOCA RATON, FL. 33432

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

P05000037043
FILED
March 10, 2005
Sec. Of State
thampton

Registered Agent Signature: CYNTHIA A. WARREN

Article VI

The name and address of the incorporator is:

CYNTHIA A. WARREN
401 N.E. MIZNER BLVD.
SUITE 201
BOCA RATON, FL 33432

Incorporator Signature: CYNTHIA A. WARREN

Article VII

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

Title: VP
STEVE SPEY
230 PARK AVE., 12TH FLOOR
NEW YORK, NY. 10169