

To: CORPORATIONS  
Subject:

From: Secretary

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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**HALL INVESTMENT REAL ESTATE CORP.**

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To: CORPORATIONS  
Subject

From: Ed Lary

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
HALL INVESTMENT REAL ESTATE CORP.

ARTICLE I

The name of the corporation is HALL INVESTMENT REAL ESTATE CORP. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 3600 Grand Avenue, Suite 102, Coconut Grove, Florida 33131.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 3600 Grand Avenue, Suite 102, Coconut Grove, Florida 33131 and the name of its initial registered agent at such office is Ulysses Felder.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

ARTICLE VII

The name of the Incorporator is Ulysses Felder and the address of the Incorporator is 3600 Grand Avenue, Suite 102, Coconut Grove, Florida 33131.

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**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 13th day of April, 2006.

  
Ulysses Felder, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of HALL INVESTMENT REAL ESTATE CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
Ulysses Felder  
Agent for the Registered Agent

Dated: April 13th 2006

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