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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**PARMA REALTY, INC.**

Certificate of Status	0
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
PARMA REALTY, INC.**

Pursuant to the provisions of Section 607.1005 of the Florida Business Corporation Act, the undersigned does hereby execute and submit to the Florida Department of State these Amended and Restated Articles of Incorporation as follows:

**ARTICLE I - NAME**

The name of the Corporation is **PARMA REAL PROPERTY CORP.**

**ARTICLE II - ADDRESS**

The principal office and mailing address of the corporation is 8290 N.W. 66th Street, Miami, FL 33166.

**ARTICLE III - CAPITAL STOCK**

The corporation is authorized to issue 100,000 shares of common stock, par value \$1.00 per share.

**ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT**

The address of the registered office of the corporation is 150 West Flagler Street, Suite 2200, Miami, Florida 33130, and the name of the registered agent of the corporation at such address is Owen S. Freed.

**ARTICLE V - INCORPORATOR**

The name and address of the person signing these Amended and Restated Articles of Incorporation as Incorporator is as follows:

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NameAddress

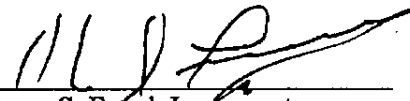
Owen S. Freed

150 West Flagler Street, Suite 2200  
Miami, Florida 33130**ARTICLE VI - INDEMNIFICATION**

This Corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his or her legal representative may be made a party or may be threatened to be made a party by reason of his or her being or having been a Director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any Directors, officer, employee or agent may be entitled as a matter of law or which he or she may be lawfully granted.

These Amended and Restated Articles of Incorporation were approved by the sole Incorporator of the corporation. As of the date hereof the corporation has not yet issued any shares nor appointed directors.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of this 15th day of January, 2009.

  
Owen S. Freed, Incorporator**REGISTERED AGENT'S ACCEPTANCE**

Having been named as registered agent and to accept service of process for Parma Realty, Inc. at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and

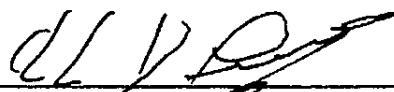
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complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 607, Florida Statutes.

Dated: January 15, 2009

  
Owen S. Freed, Registered Agent