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**FLORIDA PROFIT/NON PROFIT CORPORATION
ADDISON PARK MANAGER, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

Handwritten signature and date: 07/11/11

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ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this Corporation is: Addison Park Manager, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this Corporation shall be:

9825 SW 18th Street, Suite 100
Boca Raton, Florida 33428

ARTICLE III - PURPOSE

This Corporation is organized for the sole purpose of serving as the sole manager of Addison Park of Boca Raton, LLC, a Florida limited liability company (the "Borrower"), for so long as the mortgage loan (the "Loan") held by UBS Real Estate Securities, Inc., or its successors or assigns (the "Lender") made to the Borrower remains outstanding. The Corporation shall be prohibited from incurring indebtedness of any kind except in its capacity as the sole manager of the Borrower for the mortgage loan and other indebtedness incurred in favor of Lender and trade payables in the ordinary course of business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of no par value common stock which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3600 NW Boca Raton Boulevard, Boca Raton, Florida 33431 and the name of the initial registered agent of this Corporation at that address is Timothy R. Lewis.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have three (3) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The names and addresses of the initial Directors are:

Timothy R. Lewis
3600 NW Boca Raton Boulevard
Boca Raton, Florida 33431

Gary D. Brown
9825 SW 18th Street, Suite 100
Boca Raton, Florida 33428

John R. Hosmer, Jr.
c/o SPE Independent Director, I.L.C.
3340 Peachtree Rd NE, Suite 1800
Atlanta, GA 30326

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ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Timothy R. Lewis
3600 NW Boca Raton Boulevard
Boca Raton, Florida 33431

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. Any and all Corporation obligations to indemnify its directors and officers shall not constitute a claim against the Corporation, so long as the Loan is outstanding.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

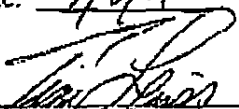
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IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation on the date of signing.

Date:

7/8/11


Timothy R. Lewis, Incorporator

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Addison Park Manager, Inc.
2. The name and address of the registered agent and office is:

Timothy R. Lewis
3600 NW Boca Raton Boulevard
Boca Raton, Florida 33431

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 7/3/11


Timothy R. Lewis, Registered Agent

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