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STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF

MIG REIT/Morgan Place, Inc.

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: MIG REIT/Morgan Place, Inc.

SECOND: THE ADDRESS OF THE PRINCIPAL OFFICE, AND THE MAILING ADDRESS OF THE CORPORATION IS:

250 Australian Avenue South, Stite 400 West Palm Beach, FL 33401

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: One Thousand (1,000) Shares with a par value of One Dollar (\$1.00) per share.

FOURTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O C T CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND ROAD, CITY OF PLANTATION, FLORIDA 33324, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS C T CORPORATION SYSTEM.

FIFTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS THREE (3) AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

Edwin B. Wayan 250 Australian Avenue South, Suite 400 West Palm Beach, FL 33401

Larry E. Wright 250 Australian Avenue South, Suite 400 West Palm Beach, FL 33401

James A. Cote 1990 N. California Blvd., Suite 640 Walnut Creek, CA 94596

SIXTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Tera Fewell
1311 Executive Center Dr., Suite 200
Tallahassee, FL 32301

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 2ND DAY OF MARCH, 1995.

Tera Fewell/Incorporator

305 476 0156

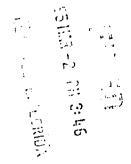
ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501 (3) F.S.: C T CORPORATION SYSTEM IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

C T CORPORATION

DATED MARCH 2, 1995

BY Come Bayes

SPECIAL ASSOCIATION



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FLORIDA DEPAREMENT OF STATE Sandra B. Mortham Secretary of State

March 16, 1995

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: MIG REIT/MORGAN PLACE, INC.

Ref. Number: P95000017392

We have received your document for MIG REIT/MORGAN PLACE, INC. and check(s) totaling \$. However, your check(s) and document are being returned for the following:

The amendment cannot be adopted and executed by an incorporator if directors have been selected. Please amend your document accordingly.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

PLEASE COMPLETE THE DATES ON THE FOURTH PART OF DOCUMENT AND THE SIGNATURE BLOCK.

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 (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Nu

What

Letter Number: 195A00011957

ARTICLES OF CORRECTION

TO THE

ARTICLES OF INCORPORATION

OP

MIG REIT/Morgan Place, Inc.

PURSU 'NT TO SECTION 607.0124 OF THE FLORIDA BUSINESS CORPORATION ACT THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF CORRECTION:

FIRST: The name of the corporation is MIG REIT/Morgan Place, Inc.

SECOND: The document to be corrected is the Articles of Incorporation which was filled on the 2nd day of March, 1995.

THIRD: Article FIFTH of the Articles of Incorporation should be corrected to read as follows:

FIFTH: The number of directors constituting the initial Board of Directors of the corporation is three (3) and the names and addresses of the person who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Edwin B. Wayman

250 Australian Avenue South, Suite 400

West Palm Beach, FL 33401

Larry E. Wright

250 Australian Avenue South, Suite 400

West Palm Beach, FL 3340!

James A. Cote

1990 N. California Blvd., Suite 640

Walnut Creek, CA 94596

POURTH: The correction to the Articles of Incorporation of the corporation set forth above was adopted on the 19^{40} day of March, 1995.

Signed this 10^{10} day of March, 1995.

MIG REITYMorgan Place, Inc.

Director Edwin B. Wayman