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BANKETT BANK CENTER
240 SOUTH PINE STREET
FORT MYERS, FLORIDA 33901
PHONE (813) 337-0660
FAX (813) 366-3999

TIDEWATER BUILDING
SUITE 201
1375 JACKSON STREET
FORT MYERS, FLORIDA 33901

PHONE (813) 337-0062
FAX (813) 337-0406

TANDEM CENTER
SUITE 199
333 S. TAMiami TRAIL
VENICE, FLORIDA 34285

PHONE (813) 485-8200
FAX (813) 488-9436

DOUGLAS M. BALES
DAVID S. BAND
GREGORY S. BAND
KATHRYN ANGELL CARR*
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RONALD L. COLLIER
JOHN A. GARNER

MARK W. GORDON
MARK R. HILDAETH*
JANE M. KENNEDY
WILLIAM R. KOPF*
CHRISTINE EDWARDS LAMIA
MARK W. MCFALL
BRADLEY D. MAGEE
GEORGE H. MAZZARANTANI
JAN WALTERS PITCHFORD*

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PHILIP C. ZIMMERMAN

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OF COUNSEL
JOHNSON S. SAVARY
OF COUNSEL

AND S. WASH. DC
RONALD L. COLLIER, FA &
AND J. CHASE, FA
AND J. CHASE, FA
BRADLEY D. MAGEE, FA & TN
PHILIP C. ZIMMERMAN, CO
JOHN A. GARNER, IN & GA

*Board Certified Real Estate Lawyer
**Board Certified Civil Trial Lawyer
***Board Certified Business Bankruptcy Law
American Bankruptcy Board of
Certification

Please refer to our file number 26-1

Writer's direct: 364-2728

Sarasota

Reply to:

April 6, 1995

Bureau of Corporate Records
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

600001452586
-04/10/95--01098--015
****122.50 ****122.50

Re: Institutional Holdings/Sarasota, Inc.

Dear Sir or Madam:

Enclosed please find original and duplicate of Articles of Incorporation of the above named corporation, together with a check in the amount of \$122.50 to cover the following items:

Filing of Articles of Incorporation	\$35.00
Certified Copy of Articles	52.50
Registered Agent	35.00

We would appreciate your returning to us a certified copy of the Articles of Incorporation in the enclosed, self-addressed, stamped envelope.

Very truly yours,

ABEL, BAND, RUSSELL, COLLIER,
PITCHFORD & GORDON, CHARTERED

By: Rebecca J. Kennedy CMA
Rebecca J. Kennedy, C.L.A.
Certified Legal Assistant

/bjk
Enclosures

ARTICLES OF INCORPORATION
OF
INSTITUTIONAL HOLDINGS/SARASOTA, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

INSTITUTIONAL HOLDINGS/SARASOTA, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

FILED
95 APR 10 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 510 Keith Point, Lido Key, Florida 34236.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 240 So. Pineapple Avenue, Tenth Floor, Sarasota, Florida 34236 and the registered agent at such office is Jeffrey S. Russell.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

David Barry Briggs

510 Keith Point
Lido Key, FL 34236

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

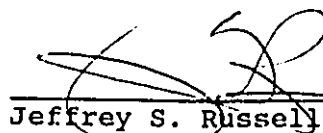
ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Jeffrey S. Russell

240 So. Pineapple Avenue
Tenth Floor
Sarasota, FL 34236

The undersigned has executed these Articles this 5th day
of April, 1995.


Jeffrey S. Russell

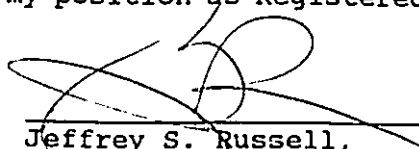
"INCORPORATOR"

95 APR 10 10:10 PM
STATE OF FLORIDA
TALLAHASSEE

Having been named as Registered Agent and to accept service of process for INSTITUTIONAL HOLDINGS/SARASOTA, INC. at the place designated in the Articles, 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

4/5/95


Jeffrey S. Russell,
Registered Agent

F95000029727

RUDEN MCCLOSKEY
Requestor's Name

Address

City/State/Zip

6819027
Phone #

200002154692--2
-04/25/97--01022--012
****1925.00 *****35.00
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CITY CENTER OF CHIMELOFF COUNTY LTD.
(Corporation Name) (Document #)
2. Institutional Holdings / Sarasota, Inc
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____
☐ Mail out ☐ Will wait ☐ Photocopy

- ☒ Certified Copy
☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 APR 25 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 APR 25 AM 10:45
FILE

N/A
PREF
4
25

Examiner's Initials

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
INSTITUTIONAL HOLDINGS/SARASOTA, INC.**

FILED
97 APR 25 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Pursuant to Florida Statute 607.1006, INSTITUTIONAL HOLDINGS/SARASOTA, INC. hereby adopts the following Articles of Amendment to its Articles of Incorporation:

A. Article I is amended to provide that the name of the corporation shall be SPHINX INVESTMENTS OF SARASOTA, INC.

2. The Amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

3. The Amendment was adopted on the 23rd day of April, 1997.

4. The Amendment was approved by the undersigned, as sole director of the corporation, in accordance with Florida Statutes, section 607.1005, prior to issuance of shares of the corporation.

Dated this 23rd day of April, 1997.

INSTITUTIONAL HOLDINGS/SARASOTA, INC.

By: 

DAVID BARRY BRIGGS
Director

STATE OF FLORIDA
COUNTY OF SARASOTA

This instrument was acknowledged before me this 23rd day of April, 1997, by David

. Barry Briggs, as Chairman of the Board of Directors of INSTITUTIONAL HOLDINGS/SARASOTA, Inc., who is personally known to me or has produced _____ as identification.

Ronda S. Amarel

Notary Public

Ronda S. Amarel

Print Name of Notary

My Commission Expires:

