

1201 HAYS STREET
TALLAHASSEE, FL 32310

800-342-8086



99500037966

ACCOUNT NO: 1072000000

REFERENCE : 597753 108588A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizato

ORDER DATE : May 11, 1995

ORDER TIME : 8:39 AM

ORDER NO. : 597753

100001486131

CUSTOMER NO: 108588A

CUSTOMER: Ms. Cathy L. Schlegel
STANLEY E. ISRAEL, PA

450 North Park Road, Suite 805

Hollywood, FL 33021

DOMESTIC FILING

NAME: NORTHPORT PROMENADE, INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN MAY 12 1995

FILED
95 MAY 12 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NORTHPORT PROMENADE, INC.

FILED
95 MAY 12 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NORTHPORT PROMENADE, INC.

The address of the principal office of this corporation shall be 12000 Biscayne Boulevard, Suite 810, Miami, Florida 33181, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Directors, initially. The names and addresses of the initial members of the Board of Directors are:

R. Scott Ireland
Dir.

12000 Biscayne Boulevard
Suite 810
Miami, Florida 33181

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on May 12, 1995.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

P95000037966

STANLEY E. ISRAEL, P.A.
Suite 805
450 North Park Road
Hollywood, Florida 33021

Stanley E. Israel
(Admitted Florida and New York)

Telephone (305) 962-2526
Facsimile (305) 962-2128

May 30, 1995

Division of Corporations
P.O.Box 6327
Tallahassee, FL 32314

700001505377
-06/02/95--01113--003
*****35.00 *****35.00

RE: NORTHPORT PROMENADE, INC.

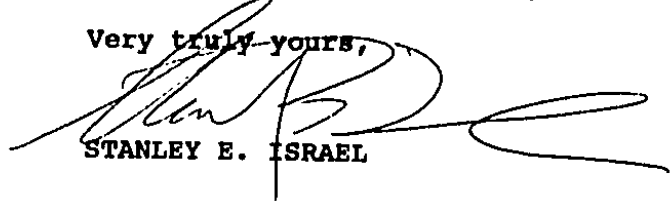
Gentlemen:

Enclosed please find an original Statement of Change of Registered Agent and Registered Office for NORTHPORT PROMENADE, INC.

Also enclosed is a check in the amount of \$35.00 representing the fee.

If you have any questions, please feel free to call.

Very truly yours,


STANLEY E. ISRAEL

SEI/clb
Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 31 PM 1:30

SH 6/8

Change of RA

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: NORTHPORT PROMENADE, INC.

1b. Date of incorporation May 12, 1995 Document number 195000037966

2. The name and address of the current registered agent and office:
Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

R. Scott Ireland, c/o Ireland Companies, 12000 Biscayne Blvd., #810
Miami, FL 33181-2742

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 31 PM 4:50

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature]
SIGNATURE
5/26/95
DATE

R. SCOTT IRELAND - President
Typed or printed name and title

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE [Signature]
DATE 5/26/95 (Registered Agent)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314