

P95000045289
COPELAND, KRAMER, SEWELL & SOPKO, P.A.
ATTORNEYS AT LAW

JOHN K. COPELAND
ROBERT S. KRAMER
LAURIE RUSK SEWELL
JAMES SOPKO
Board Certified Tax Lawyer
Board Certified Wills, Trusts
and Estates Lawyer

2307 S.E. MONTEREY RD.
POST OFFICE BOX 2421
STUART, FLORIDA 34995
STUART (407) 288-0048
PALM BEACH (407) 655-9071
FAX (407) 288-0049

June 2, 1995

Secretary of State
Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

100001506051
-06/06/95--01024--007
****122.50 ****122.50

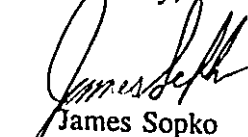
Re: Sewall's Point Office Plaza, Inc.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation of Sewall's Point Office Plaza, Inc. and a check in the amount of \$122.50 payable to the State of Florida. Kindly accept the enclosed for filing.

Please return a certified copy of the Articles of Incorporation to the undersigned at your convenience. Thank you for your cooperation in this matter. If you have any questions, please feel free to call.

Sincerely,


James Sopko

JS/sla
Enclosures

cc: Mr. Michael A. Hoberman
Mr. Steven C. Moore
Mr. and Mrs. David J. Lester
Mr. Howard Einberg

[bualsewallpt@lr-corp.art]

EFFECTIVE DATE

6-2-95

FILED
95 JUN -6 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
6/12/95

ARTICLES OF INCORPORATION
OF
SEWALL'S POINT OFFICE PLAZA, INC.

FILED

95 JUN -6 PM 4:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

EFFECTIVE DATE

6-2-95

The name of this corporation shall be: SEWALL'S POINT OFFICE PLAZA, INC.

ARTICLE II
TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock. This class of stock shall have unlimited voting rights and be entitled to receive the net assets of the corporation upon its dissolution.

ARTICLE V
PRINCIPAL OFFICE

The street address of the principal office of this corporation is 3725 S.E. Ocean Boulevard, Suite 288, Stuart, FL 34996.

ARTICLE VI

DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one nor more than five. The names and addresses of the initial Directors of this corporation are:

MICHAEL A. HOBERMAN
P.O. Box 571102
Tarzana, CA 91357

HOWARD EINBERG
P.O. Box 64277
Los Angeles, CA 90064

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2307 S.E. Monterey Road
Stuart, FL 34996

The name of the initial registered agent of this corporation at that address is:

James Sopko

ARTICLE VII

INCORPORATOR

The name and address of the person signing these articles is:

James Sopko
Post Office Box 2421
Stuart, Florida 34995-2421

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE IX

EFFECTIVE DATE

The effective date of this corporation is June 2, 1995.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of June, 1995.



James Sopko

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, SEWALL'S POINT OFFICE PLAZA, INC., at the place designated in the foregoing Articles

of incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 2nd day of June, 1995.


James Sopko
Registered Agent

FILED
95 JUN -6 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA