

LETTER OF TRANSMITTAL

P95000046640

Date June 9, 1995

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

Re: MICHIGAN MANOR APARTMENTS, INC., Inc.  
(name of corporation)

300001510869  
-06/12/95--01040--018  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Charles A. Valcarce-Stuart  
(individual's name)

MICHIGAN MANOR APARTMENTS, INC.  
(name of corporation)

MAILING ADDRESS OF CORPORATION

Charles A. Valcarce-Stuart

1825 Ponce De Leon # 115

Coral Gables, Florida 33134

PHONE

( )  
Area Code Number Ext.

U&W

# ARTICLES OF INCORPORATION

of  
MICHIGAN MANOR APARTMENTS, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

MICHIGAN MANOR APARTMENTS, INC.

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Ten Thousand shares ( 10,000 of one class Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	Charles A. Valcarce-Stuart		
ADDRESS	1825 Ponce De Leon Blvd. # 115		
CITY	Coral Gables	FLORIDA	ZIP 33134

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	Rosaura S. Valcarce-Stuart		
ADDRESS	1825 Ponce De Leon Blvd. # 115		
CITY	Coral Gables	FLORIDA	ZIP 33134

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one ( 1 ) 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Charles A. Valcarce-Stuart		
ADDRESS	1825 Ponce De Leon Blvd. # 115		
CITY	Coral Gables	STATE Florida	ZIP 33134
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

**ARTICLE VII - INCORPORATORS**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Charles A. Valcarco		
ADDRESS	1825 Ponce De Leon Blvd. # 115		
CITY	Coral Gables	STATE	Fl. ZIP 33134
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 8 day of JUNE, 1995.

*[Signature]*

*Carol J. Ruhland 6/8/95*

Notary Public  
STATE OF FLORIDA  
My Comm Exp 12/30/95  
CC 77-205

STATE OF FLORIDA )

COUNTY OF DADE )

SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

*[Signature]*  
Signature

U.S. A. PASSPORT  
Form of Identification

Signature

Form of Identification

Signature

Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that HE executed these Articles of Incorporation, that I relied upon the form X of identification of the above named person as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY PUBLIC SEAL  
CARL J. RUHLAND  
STATE OF FLORIDA  
My Comm Exp 12/30/95  
BONDED

CC 77-205

Witness my hand and official seal in the County and State last aforesaid this 8 day of JUNE, 1995

*Carol J. Ruhland*  
Notary Signature  
CAROL J. RUHLAND  
Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

MICHIGAN MANOR APARTMENTS, INC.

*(name of corporation)*

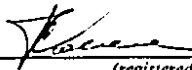
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 1825 Ponce De Leon # 115  
Coral Gables, Florida 33134

has named Rosaura S. Valcarce-Stuart  
located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.



*(registered agent)*

10/23/95 10:40 FAS-T CORPORATE AGENTS

(305) 592-9591

P. 001

**P95 0000 4 66 40**

CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

10/20/95

FLORIDA DIVISION OF CORPORATIONS

3:31 PM

PUBLIC ACCESS SYSTEM

((H95000011787))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

400 EAST GAINES STREET

MIAMI FL 33166--

02-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H95000011787))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: MICHIGAN MANOR APARTMENTS, INC.

FAX AUDIT NUMBER: H95000011787

CURRENT STATUS: REQUESTED

DATE REQUESTED: 10/20/1995

TIME REQUESTED: 15:31:16

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 2

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((H95000011787))

\*\* ENTER 'M' FOR MENU. \*\*

10/20/95

FLORIDA DIVISION OF CORPORATIONS

3:31 PM

PUBLIC ACCESS SYSTEM

ELECTRONIC PROCESSING MENU

*Corporation ✓*  
*Sender*

FILED  
95 OCT 23 PM 11:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA DIVISION OF CORPORATIONS

95 OCT 23 AM 11:10

RECEIVED

10/23/95 10:41

FAS-T CORPORATE AGENTS

(305) 592-9591

P. 002

## ARTICLES OF AMENDMENT

H95000011787

### TO ARTICLES OF INCORPORATION OF

MICHIGAN MANOR APARTMENTS, INC.

(present name)

FILED  
95 OCT 23 AM 11:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)  
Article I  
The name of the corporation is:  
B & 62 Corporation Profit Sharing Plan & Trust, Inc.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: 10/19/95

**FOURTH:** Adoption of Amendment(s) (check one)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

\*The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_  
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Prepared by: Charles A. Valcarce-Stuard  
1825 Ponce de Leon Blvd., Suite 115  
Coral Gables, FL 33134  
(continues)  
(305) 649-9280

H95000011787

H95000011787

Signed this 12 day of October, 19 95.

Signature *Charles A. Vargace-Stuart*  
(By the Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CHARLES A. VARGACE-STUART  
Typed or printed name

Chairman of the Board of Directors  
Title

H95000011787