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THANK YOU

Your Capital Connection



FLORIDA DEPARTMENT OF STATE

July 18, 1995

Sandra B. Mortham Secretary of State

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST. SUITE 1 TALLAHASSEE, FL 32301

SUBJECT: PARK AVENUE APARTMENTS, INC.

Ref. Number: W95000014438

We have received your document for PARK AVENUE APARTMENTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6931.

Steven Godfrey Corporate Specialist

Letter Number: 695A00034341

ARTICLES OF INCORPORATION OF

PARK AVENUE APARTMENT HOLDINGS, INC.

ARTICLE I NAME AND PRINCIPAL ADDRESS

The name of the corporation is Park Avenue Apartment Holdings, Inc., and the principal address and principal place of business is 11016 North Dale Mabry, Suite 203, Tampa, Florida.

ARTICLE II - REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is c/o PATEL, MOORE & O'CONNOR, P.A., 18167 U.S. Highway 19 North, Suite 150, in the City of Clearwater, County of Pinellas, Florida 34624. The name of its registered agent at such address is Sandip I. Patel.

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

ARTICLE IV - AUTHORIZED SHARES OF STOCK

The total number of shares of stock which the corporation is authorized to issue is Ten Thousand (10,000) and the par value of each of such shares is Ten Cents (\$0.10) amounting in the aggregate to One Thousand Dollars (\$1,000.00).

ARTICLE V - BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by the board of directors, and the directors need not be elected by ballot unless required by the bylaws of the corporation. The names and mailing addresses of each person who is to initially serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, are as follows:

NAME

MAILING ADDRESS

Kiran C. Patel

11016 North Dale Mabry Suite 203 Tampa, Florida.

In furtherance and not in limitation of the powers conferred by the laws of the State of

Florida, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of this corporation.

ARTICLE VI - AMENDMENTS

The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

ARTICLE VII - INCORPORATOR

The incorporator is Sandip I. Patel, whose mailing address is c/o FATEL, MOORE & O'CONNOR, P.A., 18167 U.S. Highway 19 North, Suite 150, Clearwater, FL 34624.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 17th day of July, 1995.

Sandip I. Patel

Incorporator

Acknowledgment of Registered Agent

Having been named to accept service of process for the above stated corporation, pursuant to Florida Statute 48.091 and Article II and VII of these Articles of Incorporation, the undersigned Sole Incorporator/Registered Agent does hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office and designates his location for service of process as:

> Sandip I. Patel, Esquire 18167 U.S. 19 North, Suite 150 Clearwater, Florida 34624

The Undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the law of the State of Florida.

> By: Accept A Total
> Sandip I. Patel, Esquire Registered Agent