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July 11, 1995

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

200001539762
-07/18/95--01053--007
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed for filing are the following documents:

1. Articles of Incorporation of LSP Management, Inc.
2. Certificate of Limited Partnership of Lakeshore Plaza, Ltd.
3. Affidavit of Capital Contributions for Lakeshore Plaza, Ltd.

PLEASE FILE THE ARTICLES OF INCORPORATION OF LSP MANAGEMENT, INC.
FIRST BEFORE YOU FILE THE OTHER DOCUMENTS.

Also enclosed are two checks to the Secretary of State as follows:

1. Check 8910 in the amount of \$70 to cover the \$70 filing fee for the Articles of Incorporation of LSP Management, Inc.
2. Check 9242 in the amount of \$1,785 to cover the \$1,750 filing fee and \$35 Registered Agent fee for Lakeshore Plaza, Ltd.

Please return date stamped copies of each of the foregoing documents to me.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,



Bernard A. Singer

BAS/js
Encs.
FELDMANPART-SOS.LTR

cc: Mr. Peter Feldman

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7/21

**ARTICLES OF INCORPORATION
OF
LSP MANAGEMENT, INC.**

FILED
JUL 17 1983
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF PALM BEACH
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: LSP MANAGEMENT, INC.. The address of the principal office of this corporation shall be c/o Lakeshore Plaza, Ltd., 1830 Embassy Drive, West Palm Beach, Florida 33401 and the mailing address 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 One Thousand (1,000) shares of common stock having Ten Cent (\$.10) par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 4700 Sheridan Street, Suite B, Hollywood, Florida 33021, and the name of the initial registered

agent of the corporation at that address is Bernard A. Singer.

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 Director, initially. The number of Directors may at any time and from time to time be increased or decreased by action of either the shareholders or the Board of Directors, but no decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director. The name and street address of the initial member of the Board of Directors are:

Cecile Feldman
c/o Lakeshore Plaza, Ltd.
1830 Embassy Drive
West Palm Beach, Florida 33401

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until her successors are elected or appointed are:

President/Secretary/Treasurer

Cecile Feldman
c/o Lakeshore Plaza, Ltd.
1830 Embassy Drive
West Palm Beach, Florida 33401

ARTICLE VIII. INCORPORATOR

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

Bernard A. Singer
4700-B Sheridan Street
Hollywood, Florida 33021

IN WITNESS WHEREOF, the undersigned as Incorporator has executed these Articles of Incorporation this 27 day of June, 1995.


BERNARD A. SINGER, Incorporator

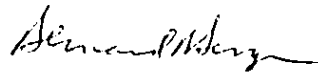
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
FOR
LSP MANAGEMENT, INC.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted

In compliance with said Act:

First: That LSP MANAGEMENT, INC. desiring to organize under the laws of the State of Florida with its principle office, as indicated in the articles of incorporation, has named BERNARD A. SINGER, located at 4700 Sheridan Street, Suite B, Hollywood, Florida 33021, as agent to accept service of process within this state.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
BERNARD A. SINGER
Registered Agent