

1201 HAYN STREET
TALLAHASSEE, FL 32301
904-222-7500
904-222-5010 FAX

800-342-8086



Handwritten: 6500058974

ACCOUNT NO. : 072100000032

REFERENCE : 650972 7207A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : July 31, 1995

ORDER TIME : 9:40 AM

600001549426

ORDER NO. : 650972

CUSTOMER NO: 7207A

CUSTOMER: Conrad J. Boyle, Esq
MOMBACH BOYLE & HARDIN, P.A.

Suite 1950
500 East Broward Boulevard
Fort Lauderdale, FL 333943078

DOMESTIC FILING

Handwritten: File 1st

NAME: RED GARDENS APARTMENTS, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

Handwritten: T. BROWN

JUL 31 1995

Vertical stamps:
95 JUL 31 PM 2:44
FILED
TALLAHASSEE, FL
95 JUL 31 PM 2:44
FILED
TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
RED GARDENS APARTMENTS, INC.

FILED
95 JUL 31 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is RED GARDENS APARTMENTS, INC.. The principal business address or mailing address of the corporation is: 1500 N.W. 49th Street, Suite 500, Fort Lauderdale, FL 33309.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida Business Corporation Act.

ARTICLE IV

The corporation is authorized to issue seven thousand five hundred (7,500) shares of capital stock at the par value of One Dollar (\$1.00) each.

ARTICLE V

The street address of the initial registered office of the corporation is 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394, and the name of the initial registered agent of the corporation at that address is Conrad J. Boyle.

ARTICLE VI

The corporation shall have initially two (2) directors. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

The name and address of the initial directors of the corporation are:

R. D. Keenan
1500 N.W. 49th Street
Suite 500
Fort Lauderdale, FL 33309

Dennis LeBlanc
1205 Amber Drive
Suite 104
Thunder Bay, Ontario, Canada P7B 6M4

ARTICLE VII

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

Dale Chynoweth
1500 N.W. 49th Street
Suite 500
Fort Lauderdale, FL 33309

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended, or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 24th day of July, 1995.


DALE CHYNOWETH

STATE OF FLORIDA)

COUNTY OF BROWARD)

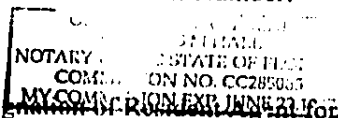
The foregoing instrument was acknowledged before me this 24th day of July, 1995, by DALE CHYNOWETH, who is personally known to me or who has produced a _____ driver's license as identification and who did take an oath.



Notary Public - State of Florida

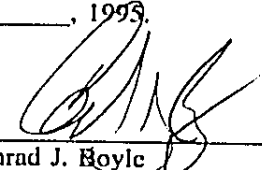
My Commission Expires:

Commission Number:



I, Conrad J. Boyle, hereby accept the designation of Resident Agent for service of process upon Red Gardens Apartments, Inc., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 25th day of July, 1995.



Conrad J. Boyle