

00:08:48 01:00:00  
00:08:48 01:00:00  
00:08:48 01:00:00



FLORIDA DEPARTMENT OF STATE  
Sandra B. Minthorn  
Secretary of State

August 18, 1995

RICHARD G. CHERRY, ESQ.  
CHERRY & SPENCER, P.A.  
W PALM BEACH, FL

SUBJECT: GREENHILL REAL ESTATE, INC.  
REF: M95000016668

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

This document was previously filed on July 5, 1995.

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) 487-6934.

Loria Poole  
Corporate Specialist

FAM Aud. #: M95000009125  
Letter Number: 495A00038776

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

RECEIVED

62:11W 18 AUG 95

RECEIVED

FAN: H95000009125

ARTICLES OF INCORPORATION  
OF  
GREENHILL REAL ESTATE, INC.

ARTICLE I

Name

The name of the corporation is GREENHILL REAL ESTATE, INC. and its principal business address 10164 Aspen Way, Palm Beach Gardens, FL 33410.

ARTICLE II

Duration

This corporation shall have perpetual existence.

ARTICLE III

Purpose

This corporation is organized for the transaction of any and all lawful business as allowed under the laws of the State of Florida with respect to corporations, as those laws now exist or as they may hereafter provide.

**THIS DOCUMENT WAS PREPARED BY**

Richard G. Cherry, Esq.  
CHERRY & SPENCER, P.A.  
1665 Palm Beach Lakes Boulevard  
Suite 600  
West Palm Beach, Florida 33401  
(407) 471-7767  
(407) 471-7974 (Facsimile)  
Florida Bar No.: 303860

FAN: H95000009125

FILED  
05 AUG 18 AM 10:51  
CLERK OF DISTRICT COURT  
PALM BEACH, FLORIDA

FAN: H95000009125

ARTICLE IV

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1665 Palm Beach Lakes Blvd., Suite 600, West Palm Beach, Florida and the name of the initial registered agent of this corporation at the address is Richard G. Cherry.

ARTICLE VI

Incorporators

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

Richard G. Cherry      1665 Palm Beach Lakes Boulevard  
Suite 600  
West Palm Beach, Florida 33401

ARTICLE VII

Powers

This corporation shall have all of the corporate powers enumerated in Florida Statutes Section 607.0302.

FAN: H95000009125

## ARTICLE VIII

Indemnification

This corporation shall, to the fullest extent permitted by the provisions of Florida Statutes Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provision from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

## ARTICLE IX

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

FAN: H95000009125

## ARTICLE X

Bylaws

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

## ARTICLE XI

Beginning of Corporate Existence

Corporate existence shall begin upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of August, 1995.

Richard G. Cherry  
Richard G. Cherry

## ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Richard G. Cherry  
Richard G. Cherry  
DATE 8/17/95

ARTICLES OF INCORPORATION  
GREENHILL REAL ESTATE, INC.  
Page -4-

FAN: H95000009125

FILED  
95 AUG 18 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA