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ACCOUNT NO. : 072100000042

REFERENCE : 015015 4303929

AUTHORIZATION :

Patricia Pysito

COST LIMIT : 1122.50

ORDER DATE : January 23, 1996

ORDER TIME : 9:59 AM

ORDER NO. : 015015

CUSTOMER NO: 4303929

900001695709

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3230

DOMESTIC FILING

NAME: ISLAND FLORIDA REALTY CORP.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:

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96 JAN 23 AM 11:23
DIVISION OF CORPORATION

FILED
96 JAN 23 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN JAN 24 1996

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Robert A. Zinn

Of Counsel

Arnold J. Hoffman
Patricia Menendez Camilo
Amber H. Moss, Jr.
Patrick T. O'Brien
Allan Salovin
Paul E. Shapiro
H. Allan Shore
Marc M. Watson
Julie A.S. Williamson

Melvin N. Greenberg
(1928-1994)

Elizabeth C. Galvin, L.A.
305-789-5449

January 22, 1996

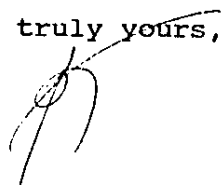
Florida Division of Corporations
DOMESTIC CHARTER SECTION
P. O. Box 6327
Tallahassee, FL 32314

RE: ISLAND FLORIDA REALTY CORP.

Enclosed herewith are three duly executed originals of **ARTICLES OF INCORPORATION** for the captioned corporation. Also enclosed is a check in the amount of \$ 122.50 to cover the cost of the filing and one certified copy. Please stamp the third copy and return all to me.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,



815815

**ARTICLES OF INCORPORATION
OF
ISLAND FLORIDA REALTY CORP.**

FILED
96 JAN 23 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is ISLAND FLORIDA REALTY CORP., (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 1330 Ocean Drive, 4th Floor, Miami Beach, FL 33139.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is **Corporation Service Company**.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is two, and the names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's

directors until successors are duly elected and qualified are:

SUSAN W. HART
1330 Ocean Drive- 4th Floor
Miami Beach, FL 33139

LAWRENCE MESTEL
825 8th Avenue - 24th Floor
New York, NY 10019

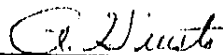
ARTICLE VII

The name of the Incorporator is Richard J. Giusto and the address of the Incorporator is 1221 Brickell Avenue, Miami, FL 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 22 day of January, 1996.




RICHARD J. GIUSTO, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of ISLAND FLORIDA REALTY CORP. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY, Registered Agent

BY:



PATRICIA G. PIZZUTO as Agent for the Registered Agent

Dated: January 23, 1996.

P96000007172

1201 HAYS STREET
TALLAHASSEE, FL 32310-2600
(904) 224-0171
(904) 224-0391 FAX

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 981378 4303929

AUTHORIZATION : Patricia Kyzus

COST LIMIT : \$ 87.50

ORDER DATE : June 10, 1996

ORDER TIME : 10:34 AM

ORDER NO. : 981378

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein
Greenberg Traurig Hoffman
20th Floor
1221 Brickell Avenue
Miami, FL 33131-3238

300001856723

DOMESTIC AMENDMENT FILING

NAME: ISLAND FLORIDA REALTY CORP.

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Lynne Roberts

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96 JUN 10 PM 1:07 96 JUN 10 PM 12:09
SECRETARY OF STATE DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

NGH
6/11

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ISLAND FLORIDA REALTY CORP.**

FILED
95 JUN 10 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is **ISLAND FLORIDA REALTY CORP.** (the "Corporation"), Charter #P96000007172, filed on January 23, 1996.

2. The following Amendment to the Articles of Incorporation was adopted by all of the Directors of the Corporation (shareholder action was not required) on May 1, 1996 in the manner prescribed by Section 607.1002 of the Act:

RESOLVED, that Article I of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

ARTICLE I

The name of the Corporation is **ISLAND FLORIDA REALTY, INC.** (hereinafter called the "Corporation").

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned being the Vice President of the Corporation, has executed these Articles of Amendment to Articles of Incorporation of Island Florida Realty Corp. this 1 day of May, 1996.

ISLAND FLORIDA REALTY CORP.,
a Florida corporation

BY: _____

James L. Lloyd, Vice President