

FEB. 12 '96 (MON) 12:22 MACFARLANE-AUSLE

TEL: 813 273 4396

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2/12/96

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: MACFARLANE AUSLEY FERGUSON & MCMULLEN

DEPARTMENT OF STATE

111 MADISON ST

STATE OF FLORIDA

PO BOX 1531 SUITE 2300

409 EAST GAINES STREET

TAMPA FL 33602-02-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR F.A.

NAME: MULTIPLEX PROPERTIES, INC.

FAX AUDIT NUMBER: H96000001997

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/12/1996

TIME REQUESTED: 09:39:12

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$70.00

ACCOUNT NUMBER: 076077001654

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DIVISION OF CORPORATIONS

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2/12

FAX AUDIT NO.: H96-1997

**ARTICLES OF INCORPORATION
OF
MULTOPLEX PROPERTIES, INC.**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SEP 12 PM 3:23

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is MULTOPLEX PROPERTIES, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and mailing address of the Corporation is 111 East Madison Street, Suite 2300, Tampa, Florida 33601.

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation's existence shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

NAME: DAVID M. BOGGS
ADDRESS: 111 Madison Street
Tampa, Florida 33602
TELEPHONE NO.: 813-273-4200
FAX AUDIT NO.: H96-1997
FLORIDA BAR NO.: 248207

FAX AUDIT NO.: H96-1997

FAX AUDIT NO.: H96-1997

ARTICLE IV

BUSINESS AND POWERS

A. *The general nature of the business or businesses to be transacted by the Corporation is to own, manage and develop real property and to engage in any activity or business permitted under the laws of the United States and the State of Florida.*

B. *The Corporation shall have power to do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinbefore set forth, and to do all other things incidental thereto or connected therewith, which are not prohibited by statute or by these Articles of Incorporation.*

ARTICLE V

AUTHORIZED SHARES

The maximum number of shares of stock authorized to be issued by the Corporation is 2,000 shares of capital stock, all of which shares shall be common shares of the par value of \$1.00 per share and each of which shall have the same rights and privileges, except that 1,000 of such shares shall be voting common and the other 1,000 shares shall be non-voting common.

Each of the voting common shares shall entitle the holder thereof to one vote at any shareholders' meeting and otherwise to participate in all such meetings, and all of the common shares, both voting and non-voting, shall participate equally in the assets and earnings of the Corporation, conferring upon each holder identical rights to distribution and liquidation proceeds.

All common shares shall be issued for such consideration as may be determined from time to time by the Board of Directors, provided that such consideration shall have a value at least equal to the full par value of such shares. The shares may be paid for in lawful money of the United States of America, or in property, labor or services.

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ARTICLE VI

INITIAL REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 111 Madison Street, Tampa, Florida 33602, and the name of the initial registered agent at that address is DAVID M. BOGGS.

ARTICLE VII

INCORPORATOR

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

**DAVID M. BOGGS
Suite 2300
111 Madison Street
Tampa, Florida 33602**

ARTICLE VIII

MISCELLANEOUS

A. Other Offices, Agencies and Branches

The Corporation may have other offices, agencies and branches at such places either within or without the State of Florida as may be determined by the Board of Directors.

B. Location of Shareholders and Directors Meetings

Meetings of the shareholders and directors of the Corporation may be held

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at places within or without the State of Florida, and the place or places for the holding of such meetings may be specified in the By-Laws or by the Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12th day of February, 1996.


DAVID M. BOGGS, as Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as Registered Agent of MULTOPLEX PROPERTIES, INC. in its Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of the Florida Statutes relating to the proper and complete performance of the duties of Registered Agent, and the undersigned acknowledges being familiar with, and accepts, the obligations of that position.


DAVID M. BOGGS
Registered Agent
Suite 2300
111 Madison Street
Tampa, Florida 33602
(813) 273-4200

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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