

P96000017407



ACCOUNT NO. : 072100000032

REFERENCE : 857657 9542A

AUTHORIZATION :

Patricia Pzyato

COST LIMIT : \$ 70.00

ORDER DATE : February 23, 1996

ORDER TIME : 1:44 PM

200001723372

ORDER NO. : 857657

CUSTOMER NO: 9542A

CUSTOMER: Robert Bollinger, Esq
MICHAEL FEINSTEIN, ESQ

Suite 710
888 East Las Olas Boulevard
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: SOUTHERN CAL PROPERTIES, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

FILED
96 FEB 23 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 FEB 23 PM 3:07
DIVISION OF CORPORATION

SAB
2/26/96

FILED

96 FEB 23 PM 1:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SOUTHERN CAL PROPERTIES, INC.

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:

SOUTHERN CAL PROPERTIES, INC.

The address of the principal office of this corporation shall be 550 South Hill Street, Suite 1101, Los Angeles, California 90013 and the mailing address of the corporation 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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Judah Hertz
Dir.

550 South Hill Street, Suite 1101
Los Angeles, California 90013

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on February 23, 1996.

CORPORATION SERVICE COMPANY

By: _____

Laura R. Dunlap
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: _____

Laura R. Dunlap
Its Agent, Laura R. Dunlap

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 FEB 23 PM 1:39

FILED

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0000 FAX

800-342-8086

P960000017407



ACCOUNT NO. : 072100000032

REFERENCE : 191208 9542A

AUTHORIZATION :

COST LIMIT : \$ 35.00 PPD

ORDER DATE : December 17, 1996

ORDER TIME : 3:04 PM

ORDER NO. : 191208

CUSTOMER NO: 9542A

CUSTOMER: Robert Bollinger, Esq
Michael Feinstein, Esq
Suite 710
888 East Las Olas Boulevard
Fort Lauderdale, FL 33301

400002035754--3
-12/23/96--01009--002
*****35.00 *****35.00

RECEIVED
96 DEC 20 PM 5:49
DIVISION OF CORPORATION

CHANGE OF AGENT

NAME: SOUTHERN CAL PROPERTIES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Michael E. Klunk

N. HENDRICKS DEC 26 1996

Signature appeared
to be an original wrote
over the copy. Called Karen
at CSC & she verified that
the client gave permission to
do that.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 23, 1996

**CSC NETWORKS
MICHAEL KLUNK
TALLAHASSEE, FL**

**SUBJECT: SOUTHERN CAL PROPERTIES, INC.
Ref. Number: P96000017407**

We have received your document for SOUTHERN CAL PROPERTIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must include original signatures.

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) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 296A00056959

Florida Department of State, Sandra A. Morham, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: SOUTHERN CAL PROPERTIES, INC.

1b. The mailing address of the corporation is: 6040 SEA RANCH DRIVE
HUDSON FLORIDA 33667

1c. Date of Incorporation: 2/23/96 Document number: P96-000017467

2. The name and address of the current registered agent and office:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FLORIDA 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

EISI MARKOVITZ
6040 SEA RANCH DRIVE
HUDSON FLORIDA 33667

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Eun Markovitz
(Signature of an officer, chairman or vice chairman of the board)

12/12/96
(Date)

EISI MARKOVITZ (PRESIDENT)
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

By: Eun Markovitz

(Signature of Registered Agent)

12/12/96
(Date)

If signing on behalf on an entity:

(Typed or Printed Name)

(Capacity)