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BENNETT G. FELDMAN
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2635 LE JEUNE ROAD
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TELEPHONE (305) 440 9909

FILED
66 APR 22 11:13:37
TALLAHASSEE, FLORIDA

March 29, 1996

Secretary of State
Corporate Division
Tallahassee, Florida 32301

Re: PARKWAY PROPERTIES, INC.

Dear Sir:

RECEIVED 1756278
-047002796- 01000-0004
*****70.00 *****70.00

I herewith enclose the Articles of Incorporation for the above corporation together with a check in the amount of \$70.00 for filing fees. Also enclosed is an extra copy of the Articles which I would appreciate being file stamped and returned to me with the receipt for filing.

Very truly yours,

Bennett G. Feldman
BENNETT G. FELDMAN

F. CHESSEY

APR 25 1996

W 26 75 78
502



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 9, 1990

BENNETT G FELDMAN ESQUIRE
2655 LE JEUNE ROAD STE 541
CORAL GABLES, FL 33134

SUBJECT: PARKWAY PROPERTIES, INC.
Ref. Number: W96000007578

FILED
06 APR 22 2010 37
TALLAHASSEE, FLORIDA

We have received your document for PARKWAY PROPERTIES, INC. and your check(s) totalling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 396A00016112

ARTICLES OF INCORPORATION
OF
PARKWAY COMMERCIAL PROPERTIES, INC.

FILED
66 MAR 22 11:37
CLERK OF DISTRICT COURT
DADE COUNTY, FLORIDA

The undersigned, heroby forms this corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

PARKWAY COMMERCIAL PROPERTIES, INC.

and its business shall be carried on in Dade County, Florida, and the United States of America, as may be authorized by its Board of Directors.

ARTICLE II

The general nature of the business of the corporation shall be as follows:

A. To engage in the business of owning and managing commercial real estate.

B. To acquire, lease and otherwise acquire, own, use and dispose of property of all kinds, real, personal and/or mixed, to borrow money and to give security for same, to give mortgages upon assets of this corporation when deemed by the Board of Directors expedient to do so and for the performance of such other things as the Board of Directors may deem necessary for the furtherance of the interests of this corporation and in the exercise of the powers herein enumerated.

C. To do any and all of the things herein set forth to the same extent as natural persons might or could do as principals, agents, contractors or otherwise, and either alone, or in company with others, purchase, hold, and reissue any of the shares of its capital stock. In general, to carry on any other business in connection therewith, whether manufacturing or otherwise not specifically forbidden by the laws of the State of Florida, and with all powers conferred upon corporations by the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which this corporation shall have outstanding at any time shall be Ten Thousand (10,000) having \$1.00 par value per share, each of which shall be issued fully paid and non-assessable and shall be payable in lawful money of the United States of America or in services or property as a just valuation to be fixed by the Directors of the corporation at the organizational meeting, or any other meeting held for that purpose.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The initial Board of Directors of this corporation shall consist of one (1) member and may be increased from time to time by the By-Laws.

ARTICLE VI

The business of the corporation may be conducted by a President, Secretary and Treasurer, and by a Board of Directors mentioned in Article V.

ARTICLE VII

Every director, officer, or employee of the corporation shall be indemnified by the corporation against all expenses and liabilities including counsel fees reasonably incurred by or imposed upon him in connection with any proceedings to which he may be made a party, or in which he may become involved, by reason of his being or having been a director, officer, or employee of the corporation or any settlement thereof made with court approval, whether or not he is a director, officer or employee at the time such expenses are incurred, except in such cases wherein the director, officer or employee is adjudged to be liable for negligence or misconduct in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors, as well as the court, approves such settlement and reimbursement as being for the best interests of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, or employee may be entitled.

ARTICLE VIII

The names and post office addresses of the members of the first Board of Directors for the first year of existence for the corporation, or until their successors are elected or appointed and have qualified shall be as follows:

Name	Address
William Swallon	9290 S.W. 186th Terrace Miami, Florida 33157

ARTICLE IX

The name and address of the subscriber to this corporation is:

Name	Address
Bennett G. Feldman	2655 Lejeune Road, Suite 501 Coral Gables, Florida 33134

ARTICLE X

The principal office of the corporation shall be 9290 S.W. 186th Terrace, Miami, Florida 33157.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of April, 1996.

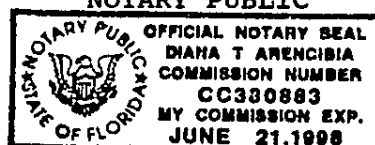

BENNETT G. FELDMAN

STATE OF FLORIDA)
 SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me on April 17, 1996 by Bennett G. Feldman, who is personally known to me or has produced _____ as identification and who did take an oath.


NOTARY PUBLIC

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

PARKWAY COMMERCIAL PROPERTIES, INC.

a Florida corporation, has named

Bennett G. Feldman
2655 Lejeune Road
Suite 541
Coral Gables, Florida 33134

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


BENNETT G. FELDMAN

PARKWAY COMMERCIAL PROPERTIES, INC. hereby appoints Bennett G. Feldman to be its registered agent.


BENNETT G. FELDMAN, Subscriber

56 APR 22 AM 10:37

FILED