Charter Number Only

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VALIDATION ONLY

FILED
96 MAY -1 PM 12: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Peter Gruber
Requester's Name / DATRAN
9100 S. Dadeland Blvd. #910
Address
Miami, FL (305) 670-1010
City State ZIP Phone
Rita

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****122.50 ****122.50

CORPORATION(S) NAME
4-29-96

Colonial Square, Inc.

(X) Profit
( ) NonProfit ( ) Amendment ( ) Merger

( ) Foreign ( ) Dissolution ( ) Mark

( ) Limited Partnership ( ) Annual Report ( ) Other
( ) Reinstatement ( ) Reservation ( ) Change of Registered Agent

(X) Certified Copy ( ) Photo Copies ( ) Certificate Under Seal

( ) Call When Ready ( ) Call If Problem ( ) After 4:30
(X) Walk In ( ) Will Wait (X) Pick Up ( ) Mail Out

CERTIFIED COPY

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CR2E031 (R8-85)

LAW OFFICES
Ross Rosenberg, P.A.

ONE DATRAN CENTER - SUITE 910
9100 SOUTH DADELAND BOULEVARD
MIAMI, FLORIDA 33156-7815

PHONE: (305) 670-1010
FAX: (305) 670-0228

April 30, 1996

Empire Corporate Kit

Via Hand Delivery

Re: COLONIAL SQUARE, INC.

Gentlemen:

Enclosed please find original and two copies of Articles of Incorporation of Colonial Square, Inc. for filing. I enclose my check in the amount of $122.50 payable to Secretary of State and check in the amount of $69.23 payable to Empire Corporate Kit. Thank you.

Very truly yours,

ROSS ROSENBERG

RR:ryr
enclosure

ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE
4-29-96

COLONIAL SQUARE, INC.

FILED
96 MAY -1 PM 12:2?
TALLAHASSEE, FL

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: COLONIAL SQUARE, INC.

ARTICLE II

The street address of the principal office of the Corporation is:

1655 Drexel Avenue, Suite 209
Miami Beach, Florida 33139

ARTICLE III

The existence of the Corporation shall begin on the date of execution of these Articles of Incorporation. The Corporation shall exist in perpetuity.

ARTICLE IV

The purpose of the Corporation shall include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE V

The maximum number of shares of stock that the Corporation is authorized to issue is Five Hundred (500), all of which shall be Common Shares, having a par value of One Dollar ($1.00) per share. All Common Shares shall be identical with each other in every respect.

ARTICLE VI

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one (1) vote. Nothing in these Articles shall be construed to allow for cumulative voting of said shares.

ARTICLE VII

The name and street address of the Initial Registered Agent of the Corporation is as follows:

JEFFREY ROSENBERG
1655 Drexel Avenue, Suite 209
Miami Beach, Florida 33139

ARTICLE VIII

The Corporation shall indemnify all directors, officers, employees or agents who are parties to any proceeding (other than an action by, or in the right of, the Corporation) by reason of the fact that they are or were a director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida Statute {607.0850.

ARTICLE IX

This Corporation shall have one (1) director, initially. The number of directors may either be increased or decreased, from time to time, by the By-Laws, adopted by the Corporation. The name and street address of the initial member of the Board of Directors is:

JEFFREY ROSENBERG
1655 Drexel Avenue, Suite 209
Miami Beach, Florida 33139

ARTICLE X

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

The power to adopt, alter, amend or repeal the By-Laws is vested in the Board of Directors.

ARTICLE XII

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation or until their successors are elected or appointed are:

JEFFREY ROSENBERG
President, Secretary, Treasurer
1655 Drexel Avenue, Suite 209
Miami Beach, Florida 33139

ARTICLE XIII

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

JEFFREY ROSENBERG
1655 Drexel Avenue, Suite 209
Miami Beach, Florida 33139

ARTICLE XIV

The stock of this Corporation is intended to qualify under the requirements of {1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29 day of April, 1996.

JEFFREY ROSENBERG

STATE OF FLORIDA)
SS:
COUNTY OF DADE)

SWORN TO AND SUBSCRIBED before me this 29 day of April, 1996, by JEFFREY ROSENBERG, who is personally known to me and who did take an oath.

NOTARY PUBLIC

Ross Rosenberg
(Print or type name of Notary)

My Commission Expires:

OFFICIAL NOTARY SEAL
ROSS ROSENBERG
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC382953
MY COMMISSION EXP. JULY 30,1998

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of {607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: COLONIAL SQUARE, INC.

2. The name and address of the Registered Agent and office is:

JEFFREY ROSENBERG
1655 Drexel Avenue, Suite 209
Miami Beach, Florida 33139

FILED
96 MAY -1 PM 12: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COLONIAL SQUARE, INC.

By: ______________________
JEFFREY ROSENBERG, President

Date: 4/19/96

ACKNOWLEDGMENT

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the placed designated in this Certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

____
JEFFREY ROSENBERG

Date: 4/19/96