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4/30/96
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: CORPORATE CREATIONS INTERNATIONAL INC
401 OCEAN DR
SUITE 312
MIAMI BEACH FL 33139-0000000
CONTACT: JOHNNY C RODRIQUEZ
PHONE: (305) 672-0686
FAX: (305) 672-9110
NAME: OSLO PLAZA ASSOCIATES INC.
FAX AUDIT NUMBER: 896000006104
DATE REQUESTED: 04/30/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$78.75
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:34:29
CERTIFICATE OF STATUS: 1
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ARTICLES OF INCORPORATION
OF
OSLO PLAZA ASSOCIATES, INC.

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SECRET
FBI

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be:

OSLO PLAZA ASSOCIATES, INC.

ARTICLE II

ADDRESS

The mailing address of the corporation is:

450 Osprey Point
Forte Vedra Beach, Florida 32082

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 7,500 shares of Common Stock at \$1.00 par value.

John White II, Esq.
NASON, GILDAN, YEAGER, GERSON & WHITE, P.A.
1645 Palm Beach Lakes Blvd. #1200
West Palm Beach
Bx # 289485

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, Florida 33401

The name of the initial registered agent of this Corporation at that address shall be:

John White II

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws.

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

Name

David Kalichman

Street Address

17600 North Bay Road
Apartment 702
North Miami Beach, Florida 33160

John White II, Esq.
PASON, GILDAN, YENGER, GERSON & WHITE, P.A.
1645 Palm Beach Lakes Blvd., Ste. 1200
West Palm Beach, FL 33401
Bar # 289485

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IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 30th day of April, 1996.



David Kalichman, Incorporator

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Oslo Plaza Associates, Inc. having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 450 Osprey Point, Ponte Vedra Beach, Florida 32082, has named Luke Thornton located thereat as its registered agent to accept service of process within this State.

By: 
David Kalichman, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby consent to and accept the appointment to act in this capacity, acknowledge that I am familiar with and

John White II, Esq.
SON, GILDAN, YEAGER, GERSON & WHITE, P.A.
115 Palm Beach Lakes Blvd., Ste. 1200
West Palm Beach, Florida 33401
Tel # 289485

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accept the obligations of a registered agent and agree to comply
with the laws of Florida applicable thereto.

By: John White II
John White II, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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John White II, Esq.
NASON, GILDAN, YEAGER, GERSON & WHITE, P.A.
1645 Palm Beach Lakes Blvd., Ste. 1200
West Palm Beach, Florida 33401
Bar # 289485

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APR-30-1996 17:25 FROM NASON GILDAN YEAGER

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NASON, GILDAN, YEAGER, GERSON & WHITE, P.A.

ATTORNEYS AT LAW

UNITED NATIONAL BANK TOWER
1045 PALM BEACH LAKES BOULEVARD
SUITE 1200
WEST PALM BEACH, FLORIDA 33401

TELEPHONE (561) 686-3307
TELEFAX (561) 686-5442

ALAN I. ARMOUR II
CRAIG S. BARNETT
DAVID H. GERSON
HERBERT L. GILDAN
PHILLIP C. GILDAN
ELAINE JOHNSON JAMES
JEFFREY B. KAHN
SUSAN FLEISCHNER KORNSPAN

DOMENICK R. LIOCE
JOHN M. MCDIVITT
NATHAN E. NASON
MARK A. PACHMAN
GREGORY L. SCOTT
JOHN WHITE II
THOMAS J. YEAGER

November 22, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

Re: Oslo Plaza Associates, Inc. / Articles of Amendment
Our File No. 4916/10406

Dear Sir or Madam:

Enclosed herewith for filing is the original and one copy of Articles of Amendment for the referenced corporation, as well as a check for \$87.50 representing the \$35.00 filing fee and \$52.50 fee for a certified copy.

An envelope is also enclosed for your convenience in returning the certified copy to us.

Should you have any questions regarding the filing of the enclosed amendment, please call me directly at (561) 471-3520.

Thank you for your assistance.

Sincerely,

NASON, GILDAN, YEAGER, GERSON &
WHITE, P.A.

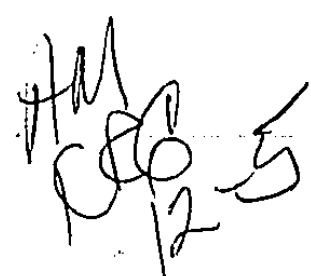

Georgina J. Popham
Legal Assistant

Enclosures: Amendment (2)
Check
Envelope

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TALLAHASSEE, FLORIDA



ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
OSLO PLAZA ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, Oslo Plaza Associates, Inc., a Florida corporation, hereby amends its Articles of Incorporation, stating as follows:

1. Article IV of the Articles of Incorporation accurately state the address of the Corporation's initial registered office and the name of its initial registered agent. This initial registered agent signed the Articles of Incorporation and consented to and accepted his appointment. However, the section of the Corporation's Articles of Incorporation entitled "Designation and Acceptance of Registered Agent" inaccurately provides the name and address of another individual. Accordingly, it is necessary for the Corporation to correct and amend its Articles of Incorporation.

2. The section of Corporation's Articles of Incorporation entitled "Designation and Acceptance of Registered Agent" is amended in its entirety to provide as follows:

DESIGNATION AND ACCEPTANCE OF
REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Oslo Plaza Associates, Inc. having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401, has named John White II located thereat as its registered agent to accept service of process within this State.

The foregoing Amendment to the Articles of Incorporation of Oslo Plaza Associates, Inc., a Florida corporation, was approved and adopted by unanimous vote of the Board of Directors and Shareholders on August 15, 1996 in accordance with Section 607.1006, Florida Statutes.

IN WITNESS WHEREOF, the undersigned President of this Corporation, pursuant to the approval and authority given by the

Board of Directors and all of the Shareholders, has executed these
Articles of Amendment this 1st day of November, 1996.



Brian G. West, President

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