

SCHOTTENSTEIN REALTY CO.

P916000063356

1201 BRICKELL AVENUE
SUITE 210
MIAMI, FLORIDA 33131
TEL: (305) 371-2824
FAX: (305) 374-6023

July 24, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
JUL 25 AM 9:08
TALLAHASSEE, FLORIDA

Enclosed are two original sets of Articles of Incorporation for 1776 Plaza Incorporated and a Certificate of Designation of the Registered Agent and Registered Office.

Also enclosed is our check in the amount of \$70.00 covering the relevant filing fee.

Please return one copy and direct any questions to John Andrew Jones.

Yours very truly,

John A Jones (gm)

John Andrew Jones

JAJ:gm

000001305650
-07/26/96--01061--011
*****70.00 *****70.00

7/30/96
TH

ARTICLES OF INCORPORATION
of
1776 PLAZA INCORPORATED

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation shall be: 1776 Plaza Incorporated

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1201 Brickell Avenue
Suite 210
Miami, Florida 33131

ARTICLE III CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Par Value per share	Class of Stock
1,000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, and labor or services in lieu of cash, at a valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Marvin E. Greenfield
1201 Brickell Avenue
Suite 210
Miami, Florida 33131

ARTICLE V INCORPORATOR

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

Marvin E. Greenfield
1201 Brickell Avenue
Suite 210
Miami, Florida 33131

ARTICLE VI EXISTENCE

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to the law.

ARTICLE VII PURPOSE

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE VIII DIRECTORS

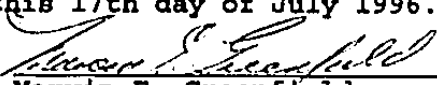
This corporation shall have at least one director, the exact number to be specified by the stockholders from time to time. The name and address of the first director of the corporation, who shall hold office for the first year or until his successor(s) are duly elected and qualified shall be:

Marvin E. Greenfield
1201 Brickell Avenue
Suite 210
Miami, Florida 33131

ARTICLE IX INDEMNIFICATION

The private property of the stockholders shall not be subject to payment of the corporate debts in any event and the corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and hereunto set my hand and seal this 17th day of July 1996.


Marvin E. Greenfield
Incorporator

STATE OF Florida)
) ss
COUNTY OF Dade)

BEFORE ME, the undersigned authority, personally appeared Marvin E. Greenfield, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and who, after being dully sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESSED my hand and official seal in the State and County aforesaid, This 17th day of July, 1996.

My Commission Expires: 9/14/99

Maria Karatzas
Notary Public



MARIA KARATZAS
COMMISSION # CC 495831
EXPIRES SEP 14, 1999
BONDED THRU
ATLANTIC BONDING CO INC

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

1. The name of the corporation is: 1776 Plaza Incorporated
2. The name and address of the registered agent and office is:

Marvin E. Greenfield
1201 Brickell Avenue
Suite 210
Miami, Florida 33131

Signature: Marvin E. Greenfield

Date: July 17, 1996

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature: Marvin E. Greenfield

Date: July 17, 1996

FILED
JUL 18 1996
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA