

P96000072577

AUG 30 1996 10 02

FISHER AND SAULS P.A.

013 022 1633

P.07/04

8/30/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

9:40 AM

((H96000012158 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FISHER & SAULS, P.A.
CONTACT: HEIDI S LLOYD
PHONE: (813)822-2033

ACCT#: 076666001271

FAX #: (813)822-1633

NAME: DELMA REALTY SERVICES, INC.
AUDIT NUMBER.....H96000012158
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....0
PAGES..... 3
DEL.METHOD.. FAX
EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Menu: <Ctrl R-Shift>

19200 7E1

ANSI

Online

RECEIVED

96 AUG 30 PM 1:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96 AUG 30 PM 3:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2002
8-30-96

H96000012150

ARTICLES OF INCORPORATION
OF
DELMA REALTY SERVICES, INC.

96 AUG 30 PM 3:38
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is DELMA REALTY SERVICES, INC., and its principal office or mailing address is 545 Madison Avenue, 17th Floor, New York, New York 10022.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Robert A. Francis, Jr., and the name of the initial registered agent is 100 2nd Avenue South, Suite 2019, St. Petersburg, Florida 33701.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

NAME

ADDRESS

KEVORK TOROYAN

c/o Delma Properties
545 Madison Avenue, 17th Floor
New York, New York 10022

ARTICLE 7: INCORPORATOR

The name and address of each person signing these Articles is:

NAME

ADDRESS

PATRICK BARRETT

c/o Delma Properties
545 Madison Avenue, 17th Floor
New York, New York 10022

C. Scott Brainard, Esq.
FBN 279341
Fisher & Sauls, P.A.
P.O. Box 387
St. Petersburg, FL 33731
813/822-2033

H96000012150

ARTICLE 8: NO CUMULATIVE VOTING

There shall be no cumulative voting in any election for directors of the Corporation.

ARTICLE 9: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

ARTICLE 10: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 11: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 12: AMENDMENT

The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22 day of August 1996.


PATRICK BARRETT, IncorporatorACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 27 day of August, 1996.


ROBERT A. FRANCIS, JR.
Registered Agent

AUG-30-1996 10103

FISHER AND GAULS PA

013 022 1633 P.04/04

H96000012158

**DELMA REALTY SERVICES, LLC
645 MADISON AVENUE, 17TH FLOOR
NEW YORK, NEW YORK 10022**

FILED
96 AUG 30 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONSENT FOR USE OF NAME

DELMA REALTY SERVICES, LLC, a Delaware Limited Liability Company authorized to do business in Florida, hereby consents to the incorporation of DELMA REALTY SERVICES, INC., as a Florida Corporation, and hereby authorizes the Florida Department of State, Division of Corporations, to accept Articles of Incorporation for the incorporation of a Florida Corporation under that name by Patrick Barrett, Incorporator.

Dated: 8/22/96

**DELMA REALTY SERVICES,
LLC, a Delaware Limited Liability
Company authorized to do business
in Florida**

By: 
PATRICK BARRETT
Its Executive Vice President

H96000012158