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NAME: KR MOBILE, INC.

AUDIT NUMBER.....H96000012202

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION  
OF  
KR MOBILE, INC.**

The undersigned, acting as incorporator of **KR MOBILE, INC.** pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is:

**KR Mobile, Inc.**

**ARTICLE II. ADDRESS**

The mailing address of the corporation is:

c/o Konover & Associates South, Inc.  
7000 West Palmetto Park Road, Suite 408  
Boca Raton, FL 33433

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence at 12:01 A.M. on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.01 per share.

Robbin Newman, Esq.  
FL Bar No. 438537  
Holland & Knight  
One East Broward Boulevard, Suite 1300  
Ft. Lauderdale, FL 33301-4811  
954/525-1000

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**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 7000 West Palmetto Park Road, Suite 408, Boca Raton, Florida 33433, and the name of the corporation's initial registered agent at that address is Maria S. Ashenfelter.

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The corporation shall have four directors initially. 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 names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Simon Konover	7000 West Palmetto Park Road, Suite 408 Boca Raton, FL 33433
Jonathan P. Rosen	40 East 69th Street New York, NY 10021
Fred P. Steinmark	7000 West Palmetto Park Road, Suite 408 Boca Raton, FL 33433
Maria S. Ashenfelter	7000 West Palmetto Park Road, Suite 408 Boca Raton, FL 33433

**ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Robbin Newman	One East Broward Boulevard, Suite 1300 Fort Lauderdale, FL 33302-4070

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 7000 West Palmetto Park Road, Suite 408, Boca Raton, Florida 33433, and the name of the corporation's initial registered agent at that address is Maria S. Ashenfelter.

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

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**ARTICLE IX. BYLAWS**


The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE X. RESTRICTIONS**

Notwithstanding any other provision contained in these Articles of Incorporation, while a certain mortgage loan (the "Debt") related to the property known as Mobile Festival Centre, Airport Boulevard, Mobile, Alabama originated by Lehman Brothers Holdings Inc. d/b/a Lehman Capital, a division of Lehman Brothers Holdings Inc. (together with its successors and assigns in the Debt, the "Lender") is outstanding, the corporation shall not:

- (a) unless approved by the Lender, acquire or own any material assets other than its general partnership interest in Konover Mobile Festival Centre Limited Partnership, a Florida limited partnership (the "Partnership");
- (b) unless approved by the Lender, be or become liable for any debt, secured or unsecured, direct or contingent (including guaranteeing any obligation), other than in its capacity as a general partner of the Partnership; and
- (c) merge into or consolidate with any person or entity or dissolve, terminate or liquidate in whole or part, transfer or otherwise dispose of all or substantially all of its assets or change its legal structure, without in each case Lender's consent.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 30 day of August, 1996.

  
Robbin Newman, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE 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:

That **KR Mobile, Inc.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 7000 West Palmetto Park Road, Suite 408, Boca Raton, FL 33433, has named **Maria S. Ashenfelter** as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and I am familiar with, and accept, the obligations of that position.

*Maria S. Ashenfelter*  
**Maria S. Ashenfelter**

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