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Receipt

**ALMENGUAL + Warner**  
Professional Association

Brian J. Almengual, Attorney at Law  
Member of The Texas & Florida Bars

Madame C. Warner, Attorney at Law  
Member of The Florida Bar

September 9, 1996

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

Re: **S.S. Simon Properties, Inc.**

300001945803  
-09/12/96--01067--005  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the above-named corporation. In addition, my trust check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation, and return a certified copy to the undersigned. If you should have any questions or comments, please feel free to contact me.

Thank you for your courtesy and cooperation.

Very truly yours,

ALMENGUAL & WARNER, P.A.

*Brian J. Almengual*  
Brian J. Almengual, Esquire

BJA/gma  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 12 AM 9:34

ARTICLES OF INCORPORATION  
OF  
S.S. SIMON PROPERTIES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 12 AM 9:34

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be: S.S. Simon Properties, Inc.

The principal place of business of this Corporation shall be:  
15-2865 Innisbrook, Tarpon Springs, FL 34688

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in, or transact, any or all lawful activities or business permitted under the Laws of the United States, the State of Florida, or any other State, Country, Territory or Nation. The specific purpose of this Corporation shall be to hold, acquire, manage, sell and maintain real property and all services related to same.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$00.10 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: 15-2865 Innisbrook, Tarpon Springs, FL 34688, and the name of the initial Registered Agent of the Corporation at that address is: Sam Simon.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SECTION 1244 PROVISION

The stock of this Corporation is intended to qualify under the requirements of Section 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.

ARTICLE VIII. SUB-CHAPTER S PROVISION

It is the intent of the incorporators that the Corporation will file as a Sub-Chapter S Corporation.

ARTICLE IX. DIRECTORS

This Corporation shall have two (2) directors initially. The names and street addresses of the initial members of the Board of Directors are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Sam Simon	15-2865 Innisbrook Tarpon Springs, FL 34688
Shirley Simon	15-2865 Innisbrook Tarpon Springs, FL 34688

ARTICLE X. OFFICERS

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:

<u>OFFICER</u>	<u>ADDRESS</u>
Sam Simon President	15-2865 Innisbrook Tarpon Springs, FL 34688
Shirley Simon Vice President, Secretary and Treasurer	15-2865 Innisbrook Tarpon Springs, FL 34688

ARTICLE XI. SUBSCRIBER

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

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES OF COMMON STOCK ISSUED</u>
Sam Simon	15-2865 Innisbrook Tarpon Springs, FL 34688	150
Shirley Simon	15-2865 Innisbrook Tarpon Springs, FL 34688	150

SECRET FILED STATE  
DIVISION OF CORPORATIONS  
95 SEP 12 11 53 AM

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this 3rd day of September, 1995.

Sam Simon (SEAL)  
SAM SIMON

Shirley Simon (SEAL)  
SHIRLEY SIMON

I Heroby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Sam Simon  
SAM SIMON  
Registered Agent

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was subscribed to before me on this 3rd day of September, 1995, by Sam Simon, who is personally known to me or who produced \_\_\_\_\_ as identification.

COMMISSION NO. \_\_\_\_\_

Grace Marie Altieri  
NOTARY PUBLIC

My commission expires:

Grace Marie Altieri  
(Name of Notary typed, printed or stamped)

OFFICIAL NOTARY SEAL  
GRACE MARIE ALTIERI  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC343764  
MY COMMISSION EXP. JAN. 29, 1998