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ORDER TIME	: 10:31 AM
ORDER NO.	: 088280
CUSTOMER N	O: 121767A 1 U D U D 1 9493
CUSTOMER:	Ms. Lucy J. Minehan KARP & GENAUER, P.A.
	Suite 1202 2 Alhambra Plaza Coral Gables, FL 33134
	DOMESTIC FILING
NAM	E: ALHAMBRA HOLDINGS (TRUSTEES)
	EFFECTIVE DATE:
	CLES OF INCORPORATION FICATE OF LIMITED PARTNERSHIP
PLEASE RETU	JRN THE FOLLOWING AS PROOF OF FILING.

THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY PLAIN STAMPED COPY \_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

96 SEP 17 PH 1:21

#### ARTICLES OF INCORPORATION

OF

# ALHAMBRA HOLDINGS (TRUSTEES) INC.

The undersigned subscriber to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida.

#### ARTICLE I

#### NAME

The name of the corporation is ALHAMBRA HOLDINGS (TRUSTEES) INC.

#### ARTICLE II

# PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office is c/o Joel J. Karp, Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134 and the corporation's mailing address is c/o Joel J. Karp, Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134.

## ARTICLE III

### DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon filing of these Articles of Incorporation with the Pepartment of State.

#### ARTICLE IV

#### NATURE OF BUSINESS

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

#### ARTICLE V

#### CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting.

#### ARTICLE VI

# INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Alhambra Registered Agents, Inc. The street address of the initial registered office of the corporation in the State of Florida is 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134, Attention: Joel J. Karp.

#### ARTICLE VII

#### INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) initial director. The number of directors may be incre-sed or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial director is:

Joel J. Karp

Karp & Genauer, P.A.
2 Alhambra Plaza
Suite 1202
Coral Gables, FL 33134

## ARTICLE VIII

## INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134.

#### ARTICLE IX

#### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE\_X

#### INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, the Incorporator and any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 160% day of September, 1996.

KARP & GENAUER, P.A., as Incorporator

By:

Name: Joel J. Kar

CILED STATE OF STATE OF STATE

# CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

96 SEP 17 PH 1:21

ALHAMBRA HOLDINGS (TRUSTEES) INC., a Florida corporation, desiring to organize as a corporation pursuant to Florida Statutes, with its registered office, as indicated in the Articles of Incorporation, in the City of Coral Gables, County of Dade, State of Florida, has named ALHAMBRA REGISTERED AGENTS, INC., 2 Alhambra Plaza, Suite 1202, Coral Jables, Florida 33134, as its registered agent within the State.

Having been named registered agent for the above-stated corporation at place designated in the Articles, the undersigned hereby accepts to act in that capacity and agrees to comply with the provisions of the Florida Statutes relative thereto.

ALHAMBRA REGISTERED AGENTS, INC.

D.

Name: Doel J. Karı