

P960000577450

LARISE REALTY GROUP, INC.

2200 WEST COMMERCIAL BOULEVARD
SUITE 201-A
FORT LAUDERDALE, FLORIDA 33309
954-486-1500

September 12, 1996

Secretary of State
Division of Corporations
4090 East Gaines Street
Tallahassee, Florida

Re: LARISE TOWNCENTRE GP, INC.
Articles of Incorporation

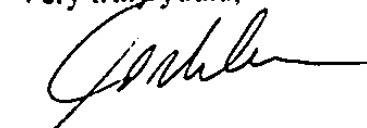
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Gentleman:

Enclosed herewith are two executed copies of the Articles of Incorporation of Larise Towncentre GP, Inc. along with a check in the amount of \$122.50.

Please return the certified copy to me.

Very truly yours,


Rod Nalven

FILED
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STATE

9-18-96
FR

**ARTICLES OF INCORPORATION
OF
LARISE TOWNCENTRE GP, INC.**

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

ARTICLE I

NAME

The name of the corporation is Larise Towncentre GP, Inc. and its address is 2200 West Commercial Boulevard, Suite 201-A, Ft. Lauderdale, Florida 33309.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2200 West Commercial Blvd., Suite 201-A, Fort Lauderdale, Florida 33309 and the name of its initial registered agent at such address is Mark Fried.

ARTICLE VI

DIRECTORS

The number of directors constituting the Board of Directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the Initial Board of Directors is one (1). The name and address of the person who is to serve as the member of the Initial Board of Directors are:

Mark Fried
2200 West Commercial Blvd., Suite 201-A
Ft. Lauderdale, Florida 33309

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator are:

Mark Fried
2200 West Commercial Blvd., Suite 201-A
Ft. Lauderdale, Florida 33309

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 12th day of September, 1996.



Mark Fried

STATE OF FLORIDA)

)SS:

COUNTY OF DADE)

BEFORE ME appeared Mark Fried to me personally known to be the person described in and who subscribed the above Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the use and purposes therein mentioned and set forth.

this 12th IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 12th day of September, 1996.



RODDY MACGULVEN
My Commission CC40716A
Expires September 1, 1998
Bonded by FIA
800-422-1555



NOTARY PUBLIC

My commission expires:

Acknowledgment of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Mark Fried
Registered Agent

FILED
SEP 11 1996
DADE COUNTY