

P96000088408
TEW, ZINOBER, BARNES, ZIMMET & UNICE
ATTORNEYS AT LAW

JOEL R. TEW
FREDRIC S. ZINOBER
ROBERT L. BARNES, JR.
ALAN S. ZIMMET
T. H. UNICE, JR.
ANDREW J. SALZMAN
JIMMY P. CARRO
ROBERT L. TANKEL

LILLIAN W. ATKINSON
MARK A. CONNOLLY
DONNA J. FELDMAN
PAUL J. WATERS
BRET T. JARDINE
PATRICK A. HURSON
CYNTHIA L. MAYNARD
DARRYL G. DAVIDSON
CHRISTOPHER M. ABELLO
*HUSBANDS AND WIVES

CLEARWATER OFFICE
PRESTIGE PROFESSIONAL PARK
2655 MCCORMICK DRIVE
CLEARWATER, FLORIDA 34619

HERNANDO OFFICE
7361 FOREST OAKS BLVD.
SPRING HILL, FLORIDA 34606

PLEASE REPLY TO:
P. O. BOX 5124
CLEARWATER, FLORIDA 34618-5124

CLEARWATER OFFICE
(813) 799-2882

FAX
(813) 726-0058
(813) 799-6794

HERNANDO OFFICE
(352) 681-0597
FAX
(352) 686-0701

OF COUNSEL
RONALD G. WENDEL

October 23, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600001986346-1
-10/25/96--01057--002
****122.50 ****122.50

Re: Articles of Incorporation
Sugarmill Professional Park, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for Sugarmill Professional Park, Inc. Please file these Articles and mail the certificate back to this office in the enclosed envelope.

We have enclosed a check in the amount of \$122.50.

Thank you for your assistance in this matter. If you require any additional information, please do not hesitate to call.

Sincerely,

TEW, ZINOBER, BARNES, ZIMMET & UNICE

Linda B. Schumacher
Linda B. Schumacher
secretary to:
Donna J. Feldman

DJF/lbs
Enclosures

P.S.: Please note that Tew, Zinober, Barnes, Zimmet & Unice is a registered fictitious name.

D. BROWN OCT 28 1996

ARTICLES OF INCORPORATION
FOR
SUGARMILL PROFESSIONAL PARK, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 25 AM 9:33

ARTICLE I - NAME

The name of this corporation shall be Sugarmill Professional Park, Inc.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business under Chapter 607, Florida Statutes, as amended from time to time.

ARTICLE IV - AUTHORIZED STOCK

The corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - INITIAL REGISTERED AGENT

The name of the initial registered agent of the corporation is Donna J. Feldman, Esquire, Tew, Zinober, Barnes, Zimmet & Unice. The street address of the initial registered office of the corporation for service of process shall be 2655 McCormick Drive, Clearwater, Florida 34619.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation initially shall have two (2) directors. The number of directors may be increased or decreased from time to time in accordance with the bylaws, provided that the number of directors shall not be less than one person at any time. The name and address of the initial directors of the corporation are:

Charles Rutenberg

3140 Masters Drive
Clearwater, Florida 34621

Steven Merdinger

888 7th Avenue, Suite 2900
New York, New York 10106

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of the corporation is

Charles Rutenberg

3140 Masters Drive
Clearwater, Florida 34621

ARTICLE VIII - PRINCIPAL OFFICE ADDRESS

The initial principal office and mailing address of the corporation shall be 3140 Masters Drive, Clearwater, Florida 34621. The corporation reserves the privilege of having branch or other offices at places within or without the State of Florida.

ARTICLE IX - BY LAWS

The initial bylaws of the corporation shall be adopted by the board of director(s) at the organizational meeting. Thereafter the power to adopt, alter, amend, or repeal the bylaws shall be vested in the shareholders of the corporation.

ARTICLE X - POWERS

The corporation shall have all of the corporate powers enumerated in Chapter 607, Florida Statutes, as amended from time to time.

ARTICLE XI - PRE-EMPTIVE RIGHTS

No holder of stock of the corporation of any class shall have any preferential, pre-emptive or other rights to subscribe for or to purchase from the corporation any stock of the corporation of any class, whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities which the corporation may at

any time issue, whether or not the same shall be convertible into stock of the corporation of any class or shall entitle the owner or holder to purchase stock of the corporation of any class.


ARTICLE XII - AMENDMENT OF ARTICLES

The corporation reserves the right to amend, alter, change, or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time. All rights conferred upon the shareholders of the corporation are granted subject to this reservation.

ARTICLE XIII - COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence for the above-named corporation shall be the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of the 15th day of October, 1996.


Charles Rutenberg

NOTICE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Pursuant to Section 607.034, Florida Statutes, the undersigned hereby accepts designation as the initial registered agent for Sugarmill Professional Park, Inc., a Florida corporation, and hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation as of the 15th day of October, 1996.

Tew, Zinober, Barnes, Zimmet & Unice

By: 

Donna J. Goldman, Esquire
Tew, Zinober, Barnes, Zimmet & Unice
P. O. Box 5124
2655 McCormick Drive
Clearwater, FL 34618
(813) 799-2882

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 OCT 25 PM 9:33

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
TAL 904-2039-4888
FAX 904-2039-4888



ACCOUNT NO. : 072100000032
REFERENCE : 187468 79818A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : December 13, 1996

ORDER TIME : 10:56 AM

ORDER NO. : 187468-005

CUSTOMER NO: 79818A

CUSTOMER: Ms. Donna J. Feldman
Tew Zinober Barnes Zimmet &
2655 McCormick Drive

Clearwater, FL 34619

600002028736--7
-12/13/96--01047--020
*****43.75 *****43.75

DOMESTIC AMENDMENT FILING

NAME: SUGARMILL PROFESSIONAL PARK,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

EXAMINER'S INITIALS

FILED
96 DEC 13 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC 13 PM 12:10
DIVISION OF CORPORATIONS

NC+AM
DRG
1243

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
SUGARMILL PROFESSIONAL PARK, INC.**

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed October 25, 1996 #P96000088408

FIRST: The name of the corporation is: Sugarmill Professional Park, Inc.

SECOND: The following amendment of the Articles of Incorporation was adopted by the corporation:

Change of Name:

From: Sugarmill Professional Park, Inc.

To: Citrus Investors Realty, Inc.

THIRD: The following amendment of the Articles of Incorporation was adopted by the corporation:

Article VI is hereby amended to read as follows:

**ARTICLE VI
Initial Board of Directors**

The corporation initially shall have one (1) director. The number of directors may be increased or decreased from time to time in accordance with the by-laws, provided that the number of directors shall not be less than one person at any time. The name and address of the initial director of the corporation is:

Charles Rutenberg

3140 Masters Drive
Clearwater, FL 34621

FILED
96 DEC 13 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOURTH: The amendment was approved by a majority of the shareholders of the corporation which vote was sufficient for approval of the amendment. The amendment was adopted by the Board of Directors on the 11 day of December, 1996.

DATED: December 11, 1996

SUGARMILL PROFESSIONAL PARK, INC.

By: Charles Rutenberg
Charles Rutenberg
President/Secretary/Treasurer