

P96000092764

ATTORNEY AT LAW

1300 NORTH FEDERAL HIGHWAY, SUITE 107

Boca Raton, Florida 33432

561 - 394 - 2321

FLORIDA & NEW YORK BARS

FILED

96 NOV -8 AM 10:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 5, 1996

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

000002000880--1  
-11/08/96--01103--002  
\*\*\*\*122.50 \*\*\*\*122.50

RE: JOGGER REALTY, INC.

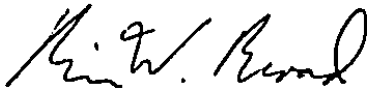
Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and Certificate of Designation Registered Agent/Registered Office, together with a check payable to the Secretary of State in the amount of \$122.50.

In addition, enclosed please find a self-addressed, stamped envelope for your convenience and return of a Certified Copy of the Articles.

In the event of any questions or comments, please do not hesitate to call. Thank you for your cooperation in this matter.

Sincerely,



Brian W. Broad

96-384/ltrartcl  
Enclosures

PH 11/13/96

**FILED**

96 NOV -8 AM 10:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**ARTICLE I - NAME**

The name of this corporation is: JOGGER REALTY, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The mailing address of this corporation shall be:

8147 Severn Drive, Suite D  
Boca Raton, Florida 33433

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 200 shares of no par value common stock which shall be designated as "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 8147 Severn Drive, suite D, Boca Raton, Florida 33433 and the name of the initial registered agent of this corporation at that address is James O. Gottlieb.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have two (2) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name and address of the initial Directors are:

James O. Gottlieb  
8147 Severn Drive, Suite D  
Boca Raton, Florida 33433

Fredric M. Gottlieb  
11320 Lake Tree Court  
Boca Raton, FL 33498

#### ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

James O. Gottlieb  
8147 Severn Drive, Suite D  
Boca Raton, Florida 33433

#### ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE IX - INDEMNIFICATION

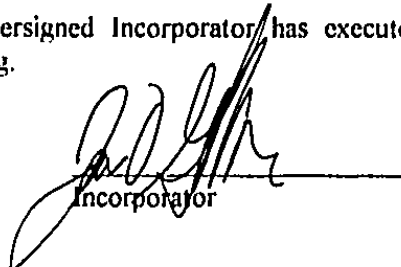
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Date: 11/4/96

  
Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED

96 NOV -8 AM 10:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: JOGGER REALTY, INC.
2. The name and address of the registered agent and office is:

James O. Gottlieb  
8147 Severn Drive, Suite D  
Boca Raton, Florida 33433

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 11/4/96

  
James O. Gottlieb

96-384/regisagt