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PRENICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 153150 134544A

AUTHORIZATION :

Patricia Pyjunt

COST LIMIT : \$ 70.00

ORDER DATE : November 13, 1996

ORDER TIME : 9:58 AM

ORDER NO. : 153150-005

CUSTOMER NO: 134544A

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CUSTOMER: Gerald Schilian, Esq  
COX & SCHILIAN

Suite 207  
1761 W. Hillsboro Boulevard  
Deerfield Beach, FL 33442

DOMESTIC FILING

NAME: ROISMAN REALTY GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

11.13.96  
ICR

FILED  
96 NOV 13 PM 1:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 NOV 13 AM 10:31  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

ROISMAN REALTY GROUP, INC.

A business corporation filed pursuant to F.S. Chapter 607

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

Article I

CORPORATE NAME

The name of the Corporation is:

Roisman Realty Group, Inc.

Article II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is:

Roisman Realty Group, Inc.  
5100 NW 33 Ave., Suite 250  
Ft. Lauderdale, FL 33309

Article III

NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any and all activity or business permitted under the laws of the United States and of the State of Florida.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article IV

CAPITAL STOCK

The Corporation is authorized to issue and to have outstanding at any one time an aggregate of 1000 shares of no par common stock. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Article V

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one.

Article VI

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: Harry Roisman

INITIAL REGISTERED OFFICE: 5100 NW 33 Ave., Suite 250  
Ft. Lauderdale, FL 33309

Article VII

INCORPORATORS

The name and address of the incorporator executing these Articles of Incorporation is:

Harry Roisman  
5100 NW 33 Ave., Suite 250  
Ft. Lauderdale, FL 33309

The undersigned incorporator has executed these Articles of Incorporation on October 28, 1996

  
\_\_\_\_\_  
Harry Roisman

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 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:

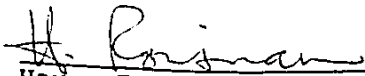
Roisman Realty Group, Inc.

2. The name and address of the registered agent and office is:

Harry Roisman  
5100 NW 33 Ave., Suite 250  
Ft. Lauderdale, FL 33309

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 positions as registered agent.

Dated as of October 28, 1996

  
\_\_\_\_\_  
Harry Roisman

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