

ROGERS, TOWERS, BAILEY, JONES & GAY

A PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
81 KING STREET, SUITE A
POST OFFICE BOX 3504
ST. AUGUSTINE, FLORIDA 32085

TELEPHONE (904) 824-0879
FAX (904) 825-4070

CHARLES D. TOWERS, JR.
JAMES W. McLEAN
FRED M. RINGEL
DAVID M. FOSTER
C. WILLIAM REINEY
ALLANT DEDER
D. KENNETH WATSON
DOUGLAS W. WATSON
PALM BEACH
W. W. WATSON
R. W. WATSON
H. W. WATSON
D. W. WATSON
C. W. WATSON
J. W. WATSON
K. W. WATSON
L. W. WATSON
M. W. WATSON
N. W. WATSON
O. W. WATSON
P. W. WATSON
Q. W. WATSON
R. W. WATSON
S. W. WATSON
T. W. WATSON
U. W. WATSON
V. W. WATSON
W. W. WATSON
X. W. WATSON
Y. W. WATSON
Z. W. WATSON

ANTHONY A. ANDERSON
MARCIA PENMAN PARKER
ANNE K. BUZZY
KURT H. DUNKLE
RICHARD L. MAGUIRE
JAMES M. RILEY
MARK M. ARNOLD
GEORGE M. McCLURE
JOHN L. WHITEMAN
C. WATSON
W. W. WATSON
R. W. WATSON
H. W. WATSON
D. W. WATSON
C. W. WATSON
J. W. WATSON
K. W. WATSON
L. W. WATSON
M. W. WATSON
N. W. WATSON
O. W. WATSON
P. W. WATSON
Q. W. WATSON
R. W. WATSON
S. W. WATSON
T. W. WATSON
U. W. WATSON
V. W. WATSON
W. W. WATSON
X. W. WATSON
Y. W. WATSON
Z. W. WATSON

WRITER'S INTERNET ADDRESS

JW@mcclure.com

ST. AUGUSTINE, FLORIDA 32085

December 27, 1996

JACKSONVILLE OFFICE
1301 RIVERPLACE BOULEVARD
SUITE 1500
JACKSONVILLE, FL 32207-9020
(904) 324-1111
FAX (904) 324-1113

TALLAHASSEE OFFICE
1000 CLINTON STREET
SUITE 1872
TALLAHASSEE, FLORIDA 32302
(904) 222-1111
FAX (904) 222-1113

PLEASE REPLY TO:
ST. AUGUSTINE

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32301

Re: UNIVERSITY OF ST. AUGUSTINE REAL ESTATE CORPORATION
Client # 10075-18551

Gentlemen:

Enclosed herewith please find an original and one copy of Articles of Incorporation for the above-named corporation, together with our office check in the amount of \$122.50 to cover the fees as follows:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00

\$ 122.50

Please file the original of the Articles and return the certified copy to this office. If you have any questions, please do not hesitate to call. Thank you.

Very truly yours,

George M. McClure
For the Firm

GMM:ld
enclosures

FILED
96 DEC 31 PM 12:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OR

UNIVERSITY OF ST. AUGUSTINE
REAL ESTATE CORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name of the Corporation is: UNIVERSITY OF ST. AUGUSTINE REAL ESTATE CORPORATION and its address is: 170 Malaga Street, St. Augustine, FL 21084.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The

EFFECTIVE DATE
1-1-97
96DEC 31 PM 12:08
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

street address of the initial Registered Office of the Corporation is 170 Malaga Street, St. Augustine, FL 32084, and the name of its initial Registered Agent at that address is Stanley V. Paris.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

Stanley V. Paris
170 Malaga Street
St. Augustine, FL 32084

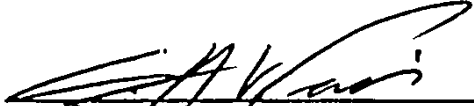
Article 7. Incorporators. The name and address of each Incorporator is as follows:

Stanley V. Paris
170 Malaga Street
St. Augustine, FL 32084

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Effective Date. Pursuant to §607.0123(1)(b), the Effective Date of these Articles of Incorporation shall be January 1, 1997.

IN WITNESS WHEREOF, the undersigned has signed these
Articles of Incorporation on this 27th day of December,
1996.



Stanley V. Paris

STATE OF FLORIDA
COUNTY OF ST. JOHNS

THE FOREGOING instrument was acknowledged before me this
27th day of December, 1997, by STANLEY V. PARIS, and who:
(notary must check applicable box)

☒ is personally known to me.
☐ produced current driver's license(s) as identification.
☐ produced _____ as
identification.

GEORGE M. McCLURE
Notary Public, State of Florida
My Commission Expires December 27, 1999
Comm. No. CC804842

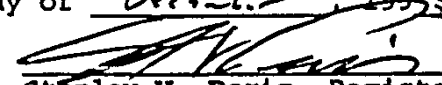

Signature of Notary

Name of Notary Typed, Printed or Stamped
Commission Number: _____
My Commission Expires: _____

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as
Registered Agent of UNIVERSITY OF ST. AUGUSTINE REAL ESTATE
CORPORATION, which is contained in the foregoing Articles of
Incorporation.

DATED this 27th day of December, 1997


Stanley V. Paris, Registered Agent

FILED
96 DEC 31 PM 12:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA