

P97000009225



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 239120 11381A
AUTHORIZATION : Patricia P
COST LIMIT : \$ 122.50

ORDER DATE : January 28, 1997

ORDER TIME : 11:25 AM

ORDER NO. : 239120-005

100002071441--5

CUSTOMER NO: 11381A

CUSTOMER: Laurie K. Davis, Legal Asst
GARY DYTRYCH & RYAN

Suite 402
701 U.S. Highway 1
North Palm Beac, FL 33408

DOMESTIC FILING

NAME: GRIFFEN REALTY ENTERPRISES CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

W97-2145
KR 1-29
1-30-97

FILED
97 JAN 28 AM 11:58
TALLAHASSEE, FLORIDA
RECEIVED
97 JAN 28 PM 12:14
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

97 JAN 30 AM 11:32
DIVISION OF CORPORATION

January 29, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: GRIFFEN REALTY CORPORATION
Ref. Number: W97000002145

RESUBMIT

Please give original
submission date as file date.

We have received your document for GRIFFEN REALTY CORPORATION and the authorization to debit your account in the amount of \$122.51. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 497A00004555

97 FILED
JAN 28 AM 11:58
SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
GRIFFIN REALTY ENTERPRISES CORPORATION

The undersigned for the purpose of forming a corporation for profit under and by virtue of the laws of the State of Florida, do hereby make, subscribe and acknowledge this Certificate for that purpose.

ARTICLE I

The name of the corporation shall be GRIFFIN REALTY ENTERPRISES CORPORATION.

ARTICLE II

The general nature of the business or businesses to be transacted by the corporation, as principal, as agent or as broker, is as follows:

1. To engage in any activity or business permitted under the laws of the United States and of the State of Florida.
2. To do all and everything necessary and appropriate for the accomplishment of the business and objects enumerated in this Certificate or any amendment thereof, necessary or incidental to the attainment of the business or objects of the corporation, whether or not such business or objects of the corporation are similar in nature to the business or objects set forth in this Certificate or any amendment thereof.
3. To buy, purchase, exchange, sell, hire, lease, mortgage, deal in, and encumber real estate and personal property, either

improved or unimproved, of every kind and description.

The foregoing shall be construed as objects and powers in furtherance not in limitation of the general powers conferred from time to time by laws of the State of Florida; and it is hereby expressly provided that the enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation, and that the corporation shall and may do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or objects herein enumerated, either alone or in association with other corporations, firms or individuals to the same extent and as fully as individuals might or could do as principals, agents, contractors or otherwise.

ARTICLE III

The maximum number of shares of capital stock which the corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock with a par value of one dollar (1.00) per share.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V

The corporation shall have perpetual existence unless sooner dissolved according to law, and its existence shall commence upon

filing.

ARTICLE VI

The principal office of this corporation is to be located at 3910 RCA Blvd., Suite 1011, Palm Beach Gardens, Florida 33410.

The Board of Directors shall have the power and the authority to establish branch offices and places of business of this corporation at any point in the State of Florida, or in any state, territory, or district of the United States, or in any foreign country, as they may deem necessary for the best interests of the business.

ARTICLE VII

This corporation shall have one (1) Director initially. The business of this corporation shall be conducted by a Board of Directors of one (1) or more Directors. The Board of Directors shall have the power and authority to prescribe the consideration to be paid to the corporation in exchange for the issuance and disposal of its capital stock. The Board of Directors shall also have the authority to adopt bylaws which shall govern the operation of the business of this corporation, and to thereafter amend the same from time to time if necessary.

ARTICLE VIII

The name and post office address of the Incorporator signing these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
JAMES E. GRIFFIN	<u>3910 RCA Blvd., Suite 1011</u> <u>Palm Beach Gardens, FL 33410</u>

The value of consideration which the subscribers shall pay for each share of stock shall be at least one dollar (1.00) per share, and the proceeds of the stock subscribed for will be at least as much as the amount necessary to begin the business of the corporation at the time to stock certificates thereof are issued and the corporation otherwise activated.

ARTICLE IX

The names and post office address of the Directors and Officers who shall hold office for the first year of the corporation's existence or until their successors have been elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
JAMES E. GRIFFIN President/Secretary/ Treasurer/Director	<u>3910 RCA Blvd., Suite 1011</u> <u>Palm Beach Gardens, FL 33410</u>

ARTICLE X

This corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all

rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE XI

All of the subscribers to these Articles of Incorporation are over the age of twenty-one years, are sui juris, and citizens of the United States.

Stock certificates of this corporation shall not be issued unless and until the same are paid for in full with cash, or its equivalent. Stock certificates shall not be valid unless signed and issued by the president and attested by the secretary, who shall affix thereon the corporate seal.

ARTICLE XII

The name of the initial registered agent and the address of the initial registered office of the corporation is as follows:

JAMES E. GRIFFIN

3910 RCA Blvd., Suite 1011
Palm Beach Gardens, FL 33410

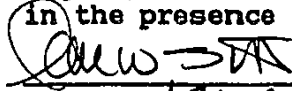
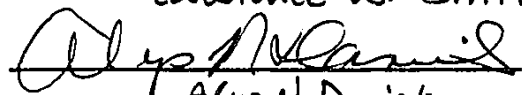
ARTICLE XIII

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation, and this corporation shall have all the rights and powers that are expressly stated under the Florida Statutes and Laws (F.S. 607 and as amended in the future).

The corporation shall elect to be taxed as a "small business corporation" for income tax purposes under the provisions of section 1372, Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned, being the original subscribers to the capital stock herein, has made and subscribed these Articles of Incorporation this 24 day of JANUARY, 1997, and the undersigned registered agent hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for this corporation.

Signed, sealed and delivered
in the presence of:


Lawrence W. Smith

Alys N Daniels


JAMES E. GRIFFIN,
Incorporator

THIS NOTARY PUBLIC ACKNOWLEDGEMENT ADDENDUM is made this 24 day of JANUARY, 1997, and is incorporated into and shall be deemed to amend, supplement and be an integrated part of the ARTICLES OF INCORPORATION dated the same date as this acknowledgment, and which is given by JAMES E. GRIFFIN who is designated in said document, and whose signature is appended to said document.

The purpose of this Addendum is to affix the proper form of Notary Acknowledgement to said document, as required by sections 117.03, 117.05, and 695.25 Florida Statutes, as amended by Chapter 91-291, Laws of Florida, Approved by the Governor June 7, 1991, and effective January 1, 1992.

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME the undersigned officer duly authorized to take acknowledgments, this day, personally appeared JAMES E. GRIFFIN, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes herein expressed this 24 day of JANUARY, 1997.

WITNESS my hand and official seal in the State and County aforesaid this 24 day of JANUARY, 1997.



Notary Public
My Commission Expires:
Commission No.

(SEAL)



ACCEPTANCE OF REGISTERED/RESIDENT AGENT

I HEREBY state that having been designated to accept service of process for the above stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and hereby state that I am familiar with and accept the duties and responsibilities as Registered Agent for this corporation and agree to comply with the provisions of Section 607.0505 of the Florida Statutes.

DATED: _____

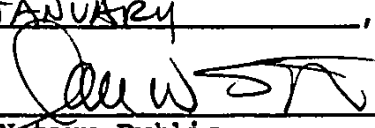
1/24/97


JAMES E. GRIFFIN,
Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

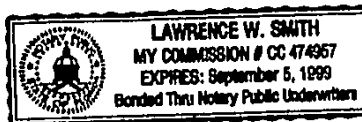
BEFORE ME the undersigned officer duly authorized to take acknowledgments, this day, personally appeared JAMES E. GRIFFIN, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes herein expressed this 24 day of JANUARY, 1997.

WITNESS my hand and official seal in the State and County aforesaid this 24 day of JANUARY, 1997.


Notary Public
My Commission Expires:
Commission No.

(SEAL)

1785\Docs\LMS\1785\Articles.Inc.



FILED
97 JAN 28 AM 11:58
TALLAHASSEE, FLORIDA
SECRET