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P9700021825
MARCH 3, 1997

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-03/04/97 --01074 --006
*****70.00 *****70.00

Re: PARK SLOPE PLAZA, INC.

Dear Sir or Madam:

Enclosed please find proposed Certificate of Incorporation of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$70.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

Lawrence A. Kirsch
Lawrence A. Kirsch

97 MAR -4 PM 11:14

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ARTICLES OF INCORPORATION
OF
PARK SLOPE PLAZA, INC.

Filed by:

Gursky & Associates, P.C.
21 East 40th Street
15th Floor
New York, New York 10016

FILED
97 MAR -4 PH10: 14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

PARK SLOPE PLAZA, INC.

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

ARTICLE I NAME

The name of the corporation is PARK SLOPE PLAZA, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Two Hundred, (200), all of which shall be without par value.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected, is:

John Notarnicola
680 81st Street
Brooklyn, New York 11228

ARTICLE VI PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

680 81st Street
Brooklyn, New York 11228

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Katherine E. Mitchell
90 State Street
Albany, New York 12207

ARTICLE VIII REGISTERED AGENT

The corporation designates the following Registered Agent:

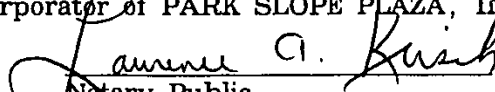
Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 3rd day of March, 1997.


KATHERINE E. MITCHELL

STATE OF NEW YORK)
COUNTY OF ALBANY) SS.:

The foregoing instrument was acknowledged and sworn to me before this
3rd day of March, 1997 by the incorporator of PARK SLOPE PLAZA, INC.


Notary Public
My Commission Expires:

York
1997

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

CORPORATION SERVICE COMPANY, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

PARK SLOPE PLAZA, INC.

CORPORATION SERVICE COMPANY is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Lisa G. Mulligan

Typed Name: Lisa G. Mulligan

ASST VICE PRESIDENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED