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GREGORY L. SCOTT

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JOHN WHITE II

JIMMY B. ...

CSIMIRE (561) 686-5445

THOMAS J. YEAGER

May 1, 1997

VIA FEDERAL EXPRESS

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

300002169723--7  
-05/07/97--01082--002  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Transeastern Riverbridge Apartments, Inc. / Articles of Incorporation  
File No. 4954/11075

Dear Sir or Madam:

Enclosed herewith is an original and a duplicate of the Articles of Incorporation and of the Acceptance of Registered Agent for the above referenced corporation, together with a check payable to the Secretary of State in the amount of \$122.50 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Filing Fee	<u>35.00</u>
Total	\$122.50

The original is to be filed in your office and the copy certified and returned to my attention using the enclosed stamped, self-addressed envelope.

Very truly yours,

NASON, YEAGER, GERSON, WHITE &  
LIOCE, P.A.

Georgina J. Popham  
Legal Assistant

Enclosures

cc: Gary N. Gerson, Esq.

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97 MAY -7 AM 11:28

**ARTICLES OF INCORPORATION  
OF  
TRANSEASTERN RIVERBRIDGE APARTMENTS, INC.**

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation pursuant to Section 607 of the Florida Corporation Act.

**ARTICLE I**

**NAME**

The name of this Corporation shall be:

**TRANSEASTERN RIVERBRIDGE APARTMENTS, INC.**

**ARTICLE II**

**ADDRESS**

The principal office and the mailing address of the corporation is:

3300 University Drive  
Coral Springs, FL 33065

**ARTICLE III**

**AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue One Million (1,000,000) shares of Common Stock having a par value of One-Tenth of One Cent (\$.001) per share. All shares shall be of the same class and all shareholders shall have unlimited voting rights.

FILED  
97 MAY -7 AM 11:28  
CLERK OF DISTRICT COURT  
CORAL SPRINGS, FLORIDA

#### ARTICLE IV

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1645 Palm Beach Lakes Boulevard  
Suite 1200  
West Palm Beach, FL 33401

The name of the initial registered agent of this Corporation at that address shall be:

Gary N. Gerson

#### ARTICLE V

##### BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have three (3) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-laws (but at no time shall there be less than one (1) director of the Corporation).

#### ARTICLE VI

##### DIRECTOR - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors shall have been duly elected or appointed and shall have qualified are as follows:

Name

Street Address

Arthur Falcone

3300 University Drive  
Coral Springs, FL 33065

Edward Falcone

3300 University Drive  
Coral Springs, FL 33065

Phil Cucci

3300 University Drive  
Coral Springs, FL 33065

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

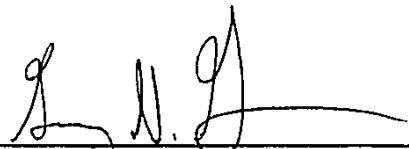
Name

Street Address

Gary N. Gerson

1645 Palm Beach Lakes Boulevard  
Suite 1200  
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 6<sup>th</sup> day of May, 1997.

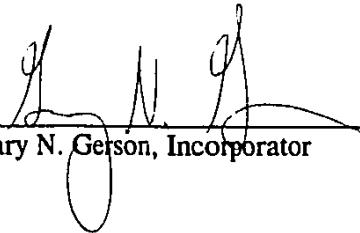
  
\_\_\_\_\_  
Gary N. Gerson, Incorporator

**DESIGNATION AND ACCEPTANCE**

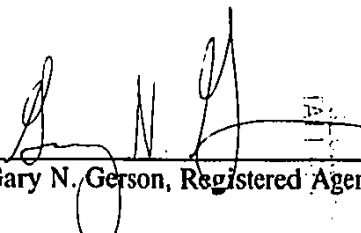
**OF**

**REGISTERED AGENT**

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Transeastern Riverbridge Apartments, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401, has named Gary N. Gerson located thereat as its registered agent to accept service of process within this State.

By:   
Gary N. Gerson, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By:   
Gary N. Gerson, Registered Agent

97 MAY -7 AM 11:28  
STATE  
OF FLORIDA  
CLERK