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May 15, 1997

WILL A. NASON ( 1924 - 1979)

ALAN I. ARMOUR II  
CRAIG S. BARNETT  
GARY N. GERSON  
ELAINE JOHNSON JAMES  
JEFFREY B. KAHN

DOMENICK R. LIOCE  
NATHAN E. NASON  
MARK A. PACHMAN  
GREGORY L. SCOTT  
JOHN WHITE II  
THOMAS J. YEAGER

VIA FEDERAL EXPRESS

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

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-05/16/97--01077--014  
\*\*\*\*122.50 \*\*\*\*122.50

Re: LR II, Inc. / Articles of Incorporation  
File No. 4704/11079

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 Department 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 Popham*  
Georgina Popham  
Legal Assistant

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 16 PM 3:03

Enclosures  
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D. BROWN MAY 20 1997.

**ARTICLES OF INCORPORATION  
OF  
LR II, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 16 PM 3:03

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:

LR II, INC.

**ARTICLE II**

**ADDRESS**

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

128 Victorian Lane  
Jupiter, Florida 33458

**ARTICLE III**

**AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue One Thousand (1,000) shares of Common Stock having a par value of One Cent (\$.01) per share. All shares shall be of the same class and all shareholders shall have unlimited voting rights.

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:

Domenick R. Lioce

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 two (2) 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

DIRECTORS - 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:

<u>Name</u>	<u>Street Address</u>
Lawrence Sugar	128 Victorian Lane Jupiter, Florida 33458
Ava B. Sugar	128 Victorian Lane Jupiter, Florida 33458


ARTICLE VII

INCORPORATOR

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

<u>Name</u>	<u>Street Address</u>
Domenick R. Lioce	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 14 day of May, 1997.

  
Domenick R. Lioce, Incorporator

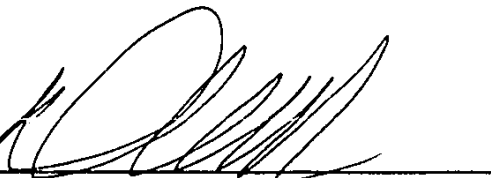
**DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 16 PM 3:03

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, LR II, 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 Domenick R. Lioce located thereat as its registered agent to accept service of process within this State.

By:   
Domenick R. Lioce, 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:   
Domenick R. Lioce, Registered Agent