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6/05/97

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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001

FROM: PROSKAUER ROSE GOETZ & MENDELSON ACCT#: 074673001063  
CONTACT: KATHY RASLER  
PHONE: (561)995-4751 FAX #: (561)241-7145

NAME: HANOVER REALTY OF TAMPA, INC.  
AUDIT NUMBER.....H97000009223  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 4  
CERT. COPIES.....1 DEL.METHOD.. FAX  
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6/05/97

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EFFECTIVE DATE

6-4-97

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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001

FROM: PROSKAUER ROSE GOETZ & MENDELSON ACCT#: 074673001063  
CONTACT: KATHY RASLER  
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TAMPA, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
HANOVER REALTY OF TAMPA, INC.**

**EFFECTIVE DATE**

6-4-97

**Article I  
Name**

The name of the corporation is HANOVER REALTY OF TAMPA, INC.

**Article II  
Duration**

The corporation shall have perpetual existence.

**Article III  
Purpose**

The corporation is organized for the purpose of transacting any and all lawful business.

**Article IV  
Address**

The principal place of business of the corporation shall be:

4710 Eisenhower Blvd  
Suite C1  
Tampa, Florida 33634

**Article V  
Capital Stock**

The corporation is authorized to issue 1,000 shares of common stock, \$.01 par value per share.

George A. Pincus, Esq.  
FL Bar No. 0771643  
Proskauer Rose Goetz & Mendelsohn LLP  
2255 Glades Road, Suite 340W  
Boca Raton, FL 33431  
561/241-7400

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**Article VI**  
**Initial Registered Office And Agent**

The street address of the initial registered office of the corporation is 1200 S. Pine Island Road, Plantation, Florida 33324, and the name of the initial registered agent of the corporation at that address is CT Corporation.

**Article VII**  
**Initial Board of Directors**

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of the corporation is:

Alan Abrams  
4710 Eisenhower Blvd.  
Suite C1  
Tampa, Florida 33634

Elaine Abrams  
4710 Eisenhower Blvd.  
Suite C1  
Tampa, Florida 33634

**Article VIII**  
**Incorporator**

The name and address of the person signing these Articles of Incorporation is:

George A. Pincus, Esq.  
2255 Glades Road, Suite 340W  
Boca Raton, Florida 33431

**Article IX**  
**Powers**

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

**Article X**

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### Indemnification

Provided that the person proposed to be indemnified meets the requisite standard of conduct for permissive indemnification as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or agent. The indemnification provided herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be an officer, director, employee or agent of the corporation, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person. An adjudication of liability shall not affect the right to indemnification for those indemnified.

### Article XI

#### Bylaws

The bylaws may be adopted, altered, amended or repealed by either the shareholders or the board of directors, but the board of directors may not amend or repeal any bylaw provision adopted by the shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

### Article XII

#### Beginning of Corporate Existence

The corporate existence of the corporation shall begin on June 4, 1997.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4th day of June, 1997.

  
\_\_\_\_\_  
George A. Pincus, Esq.  
Incorporator

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE-STATE CORPORATION AT THE PLACE DESIGNATED IN  
THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS  
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO  
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

*Barbara A. Burke*

CT Corporation  
Registered Agent  
Dated: June 4, 1997

BARBARA A. BURKE  
SPECIAL ASSISTANT SECRETARY

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