

P. 970000 61765



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 463900 121767A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pujato

ORDER DATE : July 16, 1997

ORDER TIME : 10:41 AM

ORDER NO. : 463900-005

CUSTOMER NO: 121767A

700002239637--1

CUSTOMER: Ms. Lucy J. Minehan
KARP & GENAUER, P.A.

Suite 1202
2 Alhambra Plaza
Coral Gables, FL 33134

DOMESTIC FILING

NAME: EXECUTIVE SUITES OF KENDALL
SUMMIT, INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
X PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

STATE OF FLORIDA
JUL 16 PM 1:40

DIVISION OF CORPORATION
JUL 15 AM 11:06

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8N JUL 16 1997

FILED
JUL 16 PM 1:40
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EXECUTIVE SUITES OF KENDALL SUMMIT, INC.

The undersigned subscriber to these Articles of Incorporation, hereby forms a Corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Corporation is EXECUTIVE SUITES OF KENDALL SUMMIT, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office is c/o Wolpert & Kaufman, P.A., 9200 South Dadeland Boulevard, Suite 614, Miami, Florida 33156.

ARTICLE III
DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation shall exist perpetually. The corporate existence shall commence upon filing of these Articles of Incorporation with the Department of State.

ARTICLE IV
NATURE OF BUSINESS

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V
CAPITAL STOCK

The Corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the Corporation is authorized to have outstanding is ten thousand (10,000) shares of Common Stock having no par value. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial Registered Agent of this Corporation is Alhambra Registered Agents, Inc., a Florida corporation. The street address of the initial registered office of the Corporation in the State of Florida is Two Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) initial Directors. The number of Directors may be increased or decreased from time to time in the manner provided in the By-Laws of the Corporation.

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is Karp & Genauer, P.A., a Florida corporation, Two Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134.

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

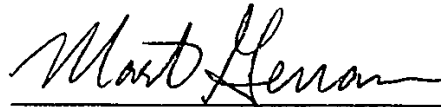
ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify, to the full extent permitted by law, the Incorporator, and any officer or Director of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of July, 1997.

KARP & GENAUER, P.A.

By:



Martin J. Genauer, Vice President

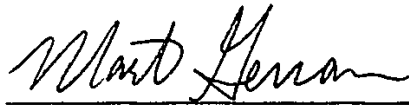
**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

EXECUTIVE SUITES OF KENDALL SUMMIT, INC., a Florida corporation, desiring to organize as a corporation pursuant to Florida Statutes, with its registered office, as indicated in the Articles of Incorporation, at Two Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134, has named Alhambra Registered Agents, Inc. at such address, as its Registered Agent within the State.

Having been named Registered Agent for the above-stated Corporation at the place designated in the Articles, the undersigned hereby accepts to act in that capacity and agrees to comply with the provisions of the Florida Statutes relative thereto.

ALHAMBRA REGISTERED AGENTS, INC.,
a Florida corporation

By: _____



Martin J. Genauer, Vice President

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ALHAMBRA REGISTERED AGENTS, INC.
CORPORATION, FLORIDA

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