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9/08/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: TCF REALTY, INC.

AUDIT NUMBER.....H97000014756

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

Article 1: Name of Corporation TCP REALTY, INC.
Address of Corporation 10770 NORTH 46th STREET Suite 8100
TAMPA, FLORIDA 33617

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Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT JOHN S. THEOFILOS
and 6303 SO. BAYSHORE BOULEVARD
REGISTERED OFFICE: TAMPA, FLORIDA 33611

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

[Signature] 9/5/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, sec/treasurer
1. JOHN S. THEOFILOS
6303 SOUTH BAYSHORE BOULEVARD
TAMPA, FLORIDA 33611

Article 5: The Name and Address of the INCORPORATOR is:

JOHN S. THEOFILOS
6303 SOUTH BAYSHORE BOULEVARD
TAMPA, FLORIDA 33611

In witness whereof I have subscribed my name

[Signature]
Signature of Incorporator

JOHN S. THEOFILOS

H97-14756

Prepared by:

ACE INDUSTRIES, INC.

54 NW 11th Street

Miami, FL 33136

305-358-2571

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