

P 97000089458

*Law Offices of
Jeffrey R. Eisensmith, P.A.*

ONE FINANCIAL PLAZA
SUITE 1810
FT. LAUDERDALE, FL 33394

TELEPHONE (954) 523-7601
TELEFAX (954) 482-0140

October 14, 1997

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

500002322185--1
-10/16/97--01078--019
****122.50 ****122.50

RE: Articles of Incorporation of COURTYARD BUSINESS CENTER, INC.

Gentlemen:

Enclosed please find an original, plus one (1) copy of the Articles of Incorporation for the captioned corporation, along with our check in the amount of \$122.50, representing the appropriate filing fee. Please file the enclosed Articles of Incorporation and forward a true copy to this office at your earliest convenience.

Very truly yours,

JEFFREY R. EISENSMITH

JRE:lm
Encl..

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 16 AM 9:58

10/17/97

**ARTICLES OF INCORPORATION OF
COURTYARD BUSINESS CENTER, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 15 AM 9:58

**ARTICLE I
CORPORATE NAME**

The name of the corporation is **COURTYARD BUSINESS CENTER, INC.**

**ARTICLE II
DURATION**

This corporation shall be perpetual existence commencing on the date of the filing of the Articles of Incorporation by the Department of State.

**ARTICLE III
PURPOSE**

This corporation is organized for the purpose of acting as general partner to Courtyard Business Center Limited Partnership.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one dollar (\$1.00) par value common stock, which shall be designated "common shares".

**ARTICLE V
SHAREHOLDER'S RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offer to others.

**ARTICLE VI
INITIAL REGISTERED AGENT
INITIAL REGISTERED OFFICE**

This corporation's initial registered agent and registered office in the State of Florida is Joseph Vitolo, 10240 NW 47 Street, Sunrise, Florida.

**ARTICLE VII
CORPORATE ADDRESS**

This corporation's initial address is 10240 NW 47 Street, Sunrise, Florida.

**ARTICLE VIII
DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The initial directors of this corporation are Joseph Vitolo and Renee Vitolo, 10240 NW 47 Street, Sunrise, Florida. Unanimous consent of the directors is required to file or to consent to the filing of a bankruptcy or insolvency petition or otherwise institute insolvency proceedings or cause

Courtyard Business Center Limited Partnership to do the same; and to amend the Articles of Incorporation or vote to amend the Limited Partnership Agreement of Courtyard Business Center Limited Partnership.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles is Joseph Vitolo, 10240 NW 47 Street, Sunrise, Florida.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI
AMENDMENTS TO BY-LAWS

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

ARTICLE XII
CORPORATE POWERS

1. This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

2. The corporation's ability to incur indebtedness is limited solely in it's capacity as General Partner of Courtyard Business Center Limited Partnership.

3. The corporation is prohibited from engaging in any dissolution, liquidation, consolidation, merger or asset sale so long as that certain loan and financing arrangement with Bear, Sterns Funding, Inc. is outstanding.

ARTICLE XIII
INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.



JOSEPH VITOLO
Incorporator and Registered Agent

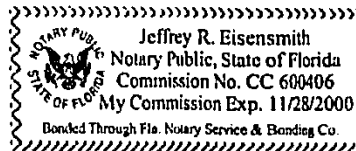
STATE OF FLORIDA)
SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority personally appeared JOSEPH VITOLO,
who is personally known to me or who produced _____ as identification,
and who did/did not take an oath, and who executed the foregoing instrument, and acknowledged
to and before me that she executed said instrument for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 12 day of
OCT, 1997.

Notary Public

My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 16 AM 9:58