

7980000/9280

HOLLAND & KNIGHT

Requestor's Name

315 SOUTH CALHOUN STREET

Address

Tallahassee, Florida 32301

City/State/Zip

Phone #

224-7000

EFFECTIVE DATE
3-1-98

Office Use Only

FILED
98 FEB 27 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Baita Realty Investment Management (Florida), Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time 4:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

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-02/27/98--01050--015
****131.25 ****131.25

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

RECEIVED
98 FEB 27 PM 12:20
DIVISION OF CORPORATION

Examiner's Initials

**ARTICLES OF INCORPORATION
OF**

BAITA REALTY INVESTMENT MANAGEMENT (FLORIDA), INC.

EFFECTIVE DATE
3.1.98

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of BAITA REALTY INVESTMENT MANAGEMENT (FLORIDA), INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is BAITA REALTY INVESTMENT MANAGEMENT (FLORIDA), INC.

ARTICLE II. ADDRESS

The mailing address of the corporation is 7648 Southland Boulevard, Suite 100, Orlando, Florida 32809.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on March 1, 1998.

ARTICLE IV. PURPOSE

The corporation is organized to engage in real estate brokerage activities or any other activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 8130 Baymeadows Way West, Suite 101, Jacksonville, Florida 32256, and the name of the corporation's initial registered agent at that address is William M. Sulzbacher.

ARTICLE VII. BOARD OF DIRECTORS

The corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the directors are:

<u>Name</u>	<u>Address</u>
William M. Sulzbacher	8130 Baymeadows Way West, Suite 101 Jacksonville, Florida 32256

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is Donald Kennicott, Esq., Holland & Knight LLP, One Atlantic Center, Suite 2000, 1201 West Peachtree Street, Atlanta, Georgia 30309-3400.


ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 26th day of February, 1998.



Donald Kennicott, Incorporator

ATLi-261726.1

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98 FEB 27 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

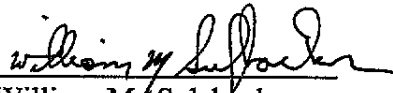
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That BAITA REALTY INVESTMENT MANAGEMENT (FLORIDA), INC.
desiring to organize under the laws of the State of Florida with its initial registered office, as
indicated in the Articles of Incorporation, at 8130 Baymeadows Way West, Suite 101,
Jacksonville, Florida 32256 has named William M. Sulzbacher as its agent to accept service of
process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above,
at the place designated in this certificate, the undersigned agrees to act in that capacity, to
comply with the provisions of the Florida Business Corporation Act, and is familiar with, and
accepts, the obligations of that position.

Dated this 27~~th~~ day of February, 1998.


William M. Sulzbacher
Registered Agent

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA