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John G. Fatolitis  
ATTORNEY AND COUNSELOR AT LAW

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Tarpon Springs, Florida 34689

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May 20, 1998

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

Overnight Mail:

409 Gaines Street  
Tallahassee, Florida 32399

Articles of Incorporation CAMPUS RUN, INC.

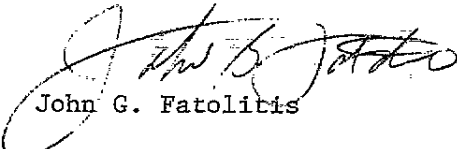
Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation to be filed.

Also enclosed please find check for sum of \$70.00 payable to Division of Corporations, Florida Department of State representing fee for filing corporation and fee for filing designation of resident agent.

Sincerely,

30000253383--9  
-05/22/98--01075--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

  
John G. Fatolitis

Enc.

Enclosures: Original and one copy of Articles of Incorporation

Certificate of Designation, Registered agent/registered office and Acceptance

Check \$70.00

APPROVED  
AND  
FILED  
98 MAY 22 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

S. BROCK MAY 27 1998

ARTICLES OF INCORPORATION  
of

CAMPUS RUN, INC.

APPROVED  
AND  
FILED  
98 MAY 22 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned acting as incorporators of a Corporation, adopt these Articles of Incorporation and form a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

I.

NAME; The name of the Corporation is Campus Run, Inc.

II.

TERM OF EXISTENCE: The date when corporate existence will commence is upon the filing of these Articles of Incorporation, in accordance with the provisions of Section 607.0203(1) of the Act, and the Corporation will have perpetual existence thereafter unless dissolved according to law.

III.

PURPOSE AND OFFICE: The purpose for which the Corporation is organized is to acquire, operate, maintain, lease and dispose of shopping centers, commercial buildings and all other types of buildings of every kind and description available, but not exclusively, used for rental and leasing purposes; and to do any and all acts and things necessary, convenient, expedient, ancillary or in aid to the accomplishment of the foregoing.

IV.

PRINCIPAL OFFICE: The initial principal office and street address of said initial principal office is 643 Tessier Drive, Tarpon Springs, Florida 34689 and the mailing address is the same.

V.

CAPITAL STOCK: The Corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value common stock, which will be designate Common Stock.

VI.

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of the Corporation is 643 Tessier Drive, Tarpon Springs, Florida 34689, and the name of its initial registered agent at such address is William Eliadis.

VII.

DIRECTORS: The Corporation will have two (2) directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least 1 but no more than five (5) directors. The names and addresses of the initial directors of the

Corporation, who will serve until their successors are duly elected and qualified are:

<u>Name</u>	<u>Address</u>
William Eliadis	643 Tessier Drive, Tarpon Springs, Florida 34689
Pete B. Papas	1071 Kingswood Drive, Akron, Ohio 44313

VIII

The name and address of the incorporators signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
William Eliadis	643 Tessier Drive, Tarpon Springs, Florida 34689
Pete B. Papas	1071 Kingswood Drive Akron, Ohio 44313

IX

Bylaws; The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

X.

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 20th day of May, 1998.

William Eliadis  
William Eliadis  
Incorporator

✓ Pete B. Papas  
Pete B. Papas  
Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: CAMPUS RUN, INC.

2. The name and address of the registered agent and office is:

William Eliadis, 643 Tessier Drive, Tarpon Springs, Florida 34689  
(P.O. BOX NOT ACCEPTABLE)

TarponSprings, Florida 34689

(CITY/STATE/ZIP)

SIGNATURE William Eliadis  
(corporate officer) President

TITLE President

DATE May 20 m 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE William Eliadis  
William Eliadis

DATE May 20, , 1998

APPROVED  
AND  
FILED  
98 MAY 22 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA