



ACCOUNT NO. : 072100000032

REFERENCE : 867810 4303929

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 122.50

ORDER DATE : June 24, 1998

ORDER TIME : 9:31 AM

ORDER NO. : 867810-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Yolanda Rodriguez
GREENBERG TRAUIG

1221 Brickell Avenue
20th Floor
Miami, FL 33131

700002570647--7

DOMESTIC FILING

NAME: LOWELL AT SPRING VALLEY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 24 AM 11:06

RECEIVED
98 JUN 24 AM 12:30
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

LOWELL AT SPRING VALLEY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 24 AM 11:06

ARTICLE I

The name of the corporation is LOWELL AT SPRING VALLEY, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 80 South West 8th Street, Suite 1870, Miami, Florida 33130.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 80 South West 8th Street, Suite 1870, City of Miami, County of Dade, State of Florida 33130 and the name of its initial registered agent at such office is S. Lawrence Kahn, III.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

S. Lawrence Kahn, III
80 South West 8th Street
Suite 1870
Miami, Florida 33130

ARTICLE VII

The name of the Incorporator is S. Lawrence Kahn, III and the address of the Incorporator is 80 South West 8th Street, Suite 1870, Miami, Florida 33130.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 23 day of June, 1998.



S. Lawrence Kahn, III, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of LOWELL AT SPRING VALLEY, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



S. Lawrence Kahn, III, Registered Agent

Dated: June 23, 1998

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