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August 10, 1997

VIA FEDERAL EXPRESS

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-08/12/98-01035-003  
\*\*\*\*122.50 \*\*\*\*122.50

Department Of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Dear Sir or Madam:

Enclosed please find two signed copies of the Articles of Incorporation for CRE Properties, Inc. as well as a check in the amount of \$122.50 in payment of the required fees. Please file the original and return the certified copy to me using the enclosed self-addressed, stamped envelope.

Please call me if you have any questions about this filing.

Very truly yours,

*Bridget Wong*

Bridget Wong

BAW/liz  
Enclosures

8-11715D.BAW

FILED  
198 AUG 12 PM 12:22  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*CB*  
*8-14-98*  
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**ARTICLES OF INCORPORATION**  
**FOR**  
**CRE PROPERTIES, INC.**

**FILED**  
98 AUG 12 PM 12:22  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporations Act, adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is "CRE PROPERTIES, INC."

**ARTICLE II**

The principal office and mailing address of this corporation is 255 Alhambra Circle, Coral Gables, Florida 33134.

**ARTICLE III**

The duration of this corporation is to be perpetual.

**ARTICLE IV**

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE V**

The corporation shall have authority to issue 1,000 shares, all of one class, \$.01 par value.

**ARTICLE VI**

The street address of the initial registered office is 255 Alhambra Circle, Coral Gables, Florida 33134. The name of the corporation's registered agent at such address is Nancy L. Ashton.

**ARTICLE VII**

The number of directors constituting the Board of Directors shall be fixed as provided by the bylaws, but shall not be less than one.

**ARTICLE VIII**

The number of directors constituting the initial Board of Directors is two, whose names and addresses are:

James A. Dougherty  
255 Alhambra Circle  
Coral Gables, Florida 33134.

Earline G. Ford  
255 Alhambra Circle  
Coral Gables, Florida 33134.

**ARTICLE IX**

The name and address of the incorporator is Nancy L. Ashton, 255 Alhambra Circle, Coral Gables, Florida 33134.

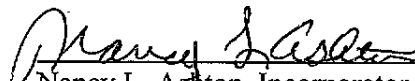
**ARTICLE X**

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law currently in effect or hereinafter enacted.

**ARTICLE XI**

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

IN WITNESS WHEREOF, I, Nancy L. Ashton being the Incorporator and Registered Agent of CRE Properties, Inc., make and file these Articles of Incorporation. Having been named as Registered Agent and to accept service of process for CRE Properties Inc. at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent this 10<sup>th</sup> day of August, 1998.

  
Nancy L. Ashton, Incorporator  
and Registered Agent

**FILED**  
98 AUG 12 PM 12: 22  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA