

**CORPORATE
ACCESS,
INC.**

P9900003669

236 East 6th Avenue . Tallahassee, Florida 32303

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Articles

The Carlisle Emerald Hills, Inc.

1.) (CORPORATE NAME & DOCUMENT #)

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2.) (CORPORATE NAME & DOCUMENT #)

3.) (CORPORATE NAME & DOCUMENT #)

4.) (CORPORATE NAME & DOCUMENT #)

5.) (CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
99 APR 22 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 APR 22 AM 10:02

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ARTICLES OF INCORPORATION
OF
THE CARLISLE EMERALD HILLS, INC.

Each undersigned incorporator of these Articles of Incorporation hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida for the formation of a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is:

THE CARLISLE EMERALD HILLS, INC.

ARTICLE II

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 1000 shares of \$1.00 par value common stock.

ARTICLE III

- A. This Corporation is to exist perpetually.
- B. The corporate existence of this Corporation shall commence on the date these Articles are filed with the Secretary of State of the State of Florida.

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent

Stewart Marcus

Address of Registered Office

3225 Aviation Avenue, Suite 700,
Coconut Grove, Florida 33131

ARTICLE V

The name and post office address of each incorporator to these Articles of Incorporation shall be:

Name

Bernard Dane Stein

Address

200 South Biscayne Blvd., 20th Floor
Miami, Florida 33131

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ARTICLE VI

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

ARTICLE VII

The Corporation shall have one director initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one director, nor more than three(3) directors. The name and address of the initial director is:

Stewart Marcus
3225 Aviation Avenue
Suite 700
Coconut Grove, Florida 33133

ARTICLE VIII

The principal office and the mailing address of the Corporation shall be as follows:

Principal Office
3225 Aviation Avenue
Suite 700
Coconut Grove, Florida 33133

Mailing Address
3225 Aviation Avenue
Suite 700
Coconut Grove, Florida 33133

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TALLAHASSEE, FLORIDA

ARTICLE IX

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

IN WITNESS WHEREOF, each incorporator has hereunto executed these Articles of Incorporation this 19 day of April, 1999, at Miami, Florida.

B. Dane Stein (SEAL)
Bernard Dane Stein

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES.

Stewart Marcus 4/20/99
Stewart Marcus Date