

99000044472

LAW OFFICES  
MONTELLO & KENNEY, P.A.

777 BRICKELL AVENUE

SUITE 1070

MIAMI, FLORIDA 33131

TELEPHONE (305) 373-0300

FAX (305) 373-3739

May 11, 1999

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

500002873525--1

-05/13/99--01045--005

\*\*\*\*\*70.00 \*\*\*\*\*70.00

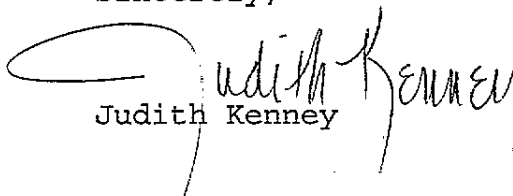
Re: Westshore Apartments, Inc.

Dear Sir/Madam:

Enclosed herewith please find two original sets of Articles of Incorporation for the above-captioned corporation along with our check in the amount of \$70.00.

Thank you for your cooperation in this matter and, if you have any questions, please call.

Sincerely,

  
Judith Kenney

Enclosures

FILED  
99 MAY 13 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

See 5/17

ARTICLES OF INCORPORATION  
OF  
WESTSHORE APARTMENTS, INC.

FILED  
99 MAY 13 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:  
WESTSHORE APARTMENTS, INC.  
(hereinafter the "Corporation").

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$0.10 per share.

ARTICLE V

The street address of the Corporation's initial registered office and the Corporation's initial registered agent at that address shall be:

Judith Kenney  
777 Brickell Avenue, Suite 1070  
Miami, Florida 33131

ARTICLE VI

The Corporation shall have one director initially. The name and address of the initial director of the corporation, who shall hold office until her successors are elected and qualified or until her earlier resignation or removal from office is:

E.G. Braswell      c/o Montello & Kenney, P.A.  
777 Brickell Avenue, Suite 1070  
Miami, Florida 33131

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the Corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the Corporation  
is: ---

Judith Kenney  
MONTELLO & KENNEY, P.A.  
777 Brickell Avenue, Suite 1070  
Miami, Florida 33131

ARTICLE VIII

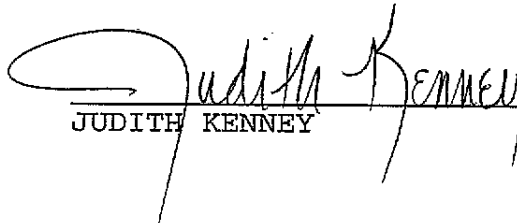
The mailing address of the Corporation's principal office  
shall be:

777 Brickell Avenue, Suite 1070  
Miami, Florida 33131

ARTICLE IX

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

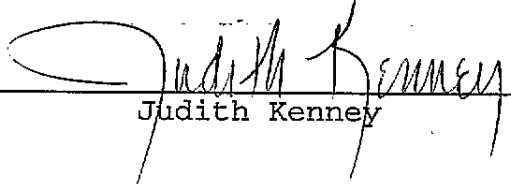
Executed at Miami, Florida this 11th day of May, 1999.

  
JUDITH KENNEY

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of WESTSHORE APARTMENTS, INC., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 11th day of May, 1999.

  
Judith Kenney

kenney\bdp\westshr.art

FILED  
99 MAY 13 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA