

Division of Corporations

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Florida Department of State  
Division of Corporations  
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**To:**

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Fax Number : (850) 922-4001

**From:**

Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
Phone : (305) 789-3200  
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**FLORIDA PROFIT CORPORATION OR P.A.****West City One Financial Plaza, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
WEST CITY ONE FINANCIAL PLAZA, INC.**

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation is WEST CITY ONE FINANCIAL PLAZA, INC. (the "Corporation"). The address of the principal office and the mailing address of the Corporation is c/o Carey Kramer Company - South Florida, 1840 N. Commerce Parkway, Suite 3, Weston, Florida 33326.

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have authority to issue is Two Thousand (2,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of

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Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

#### ARTICLE IV - INITIAL REGISTERED

##### OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

NameAddress

Kenneth H. Simigran

c/o Carey Kramer Company  
- South Florida  
1840 N. Commerce Parkway,  
Suite 3  
Weston, Florida 33326

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ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIALBOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of one person. The number of directors may be increased, and thereafter either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial member of the Board of Directors of the Corporation are:

NameAddress

Kenneth H. Simigran

c/o Carey Kramer Company  
- South Florida  
1840 N. Commerce Parkway, Suite 3  
Weston, Florida 33326

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ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of  
Incorporation as incorporator is:

<u>Name</u>	<u>Address</u>
Kenneth H. Simigran	c/o Carey Kramer Company - South Florida 1840 N. Commerce Parkway, Suite 3 Weston, Florida 33326

ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in  
each of the Board of Directors and the shareholders of the Corporation.

ARTICLE IX - INDEMNIFICATION

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

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ARTICLE X - AMENDMENT

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or cancelled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of October, 1999.

  
Kenneth H. Simigran, Incorporator

ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

  
Kenneth H. Simigran, Registered Agent

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