

TRANSMITTAL LETTER

P99000103981

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: PRIVATE REAL ESTATE INVESTMENT TRUST, INC.
(Proposed corporate name - must include suffix)

200003054322--5
-11/24/99--01067--010
*****122.50 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ROBERT F. McNABB
Name (Printed or typed)

18455 SW 84 COURT
Address

Miami, Florida 33157
City, State & Zip

305 / 255-7900
Daytime Telephone number

99 NOV 24 AM 11:31
FILED
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

AMC
12-1-99

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PRIVATE REAL ESTATE INVESTMENT TRUST, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*18455 S.W. 84 COURT
MIAMI, FLORIDA 33157*

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

*ROGER B. GREEN
1120 S.E. BUTTERNWOOD CIRCLE
STUART, FL. 34997*

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

ROBERT F. McNABB
18455 SW 84 COURT
MIAMI, FL. 33157

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

19 day of NOVEMBER, 1999

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

5

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Private Real Estate Investment Trust, Inc.

2. The name and address of the registered agent and office is:

ROGER B. GREEN
(NAME)

1120 S.E. BUTTERNWOOD Circle
(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

STUART, FL. 34997
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

[Signature]
(SIGNATURE)

Nov. 19, 1999
(DATE)