

P99000108519

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

EFFECTIVE DATE
12-8-99

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000031981 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

400 FLAGLER CENTER TOWER, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 15 AM 9:05

B. McKnight

DEC 16 1999

90°d 78101
850)487-6013

12/15/99 16:36 F1 Dept of State

pi /1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 15, 1999

EMPIRE

SUBJECT: 400 FLAGLER CENTER TOWER, INC.
REF: W99000028638

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The complete document was not received. Please refax the complete document, including the electronic filing cover sheet.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H99000031981
Letter Number: 199A00058954

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

P.06/06

EMPIRE CORPORATE KIT

DEC-15-1999 16:58

H99000031981

**ARTICLES OF INCORPORATION
OF
400 FLAGLER CENTER TOWER, INC.**

**ARTICLE I
CORPORATE NAME**

EFFECTIVE DATE
12-8-99

The name of this corporation is 400 FLAGLER CENTER TOWER, Inc.

**ARTICLE II
COMMENCEMENT OF THE CORPORATE EXISTENCE**

The corporate existence commences on the 8th day of December, 1999.

**ARTICLE III
PRINCIPAL OFFICE**

The mailing address of this corporation C/O Scholin, 505 South Flagler Drive, Suite 400, West Palm Beach, Florida 33401.

**ARTICLE IV
CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) at \$1.00 par value.

**ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent are Christian N. Scholin, 505 South Flagler Drive, Suite 400, West Palm Beach, Florida 33401.

**ARTICLE VI
MANAGEMENT OF CORPORATE AFFAIRS**

A) Board of Directors.

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than one (1) person. The number of Directors of the corporation shall be six (6), provided however, that such number may be changed by a By-Law duly adopted by the shareholders.

Christian N. Scholin, Esquire
Mollica & Scholin, P.A.
Florida Bar No.: 980102
505 South Flagler Drive, Suite 1001
West Palm Beach, Florida 33401
Telephone: 561/655-7711
Facsimile: 561/655-7972

H99000031981

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 15 AM 9:05

H99000031981

The Directors named herein as the first Board of Directors shall hold office until the first meeting of shareholders at which time an election of Directors shall be held.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

Allen R. Geesey

505 South Flagler Drive
Suite 400
West Palm Beach, Florida 33401

Andrew A. Ostrow

505 South Flagler Drive
Suite 400
West Palm Beach, Florida 33401

Wayne M. Richards

505 South Flagler Drive
Suite 400
West Palm Beach, Florida 33401

John C. Schneider

505 South Flagler Drive
Suite 400
West Palm Beach, Florida 33401

Christian N. Scholin

505 South Flagler Drive
Suite 400
West Palm Beach, Florida 33401

Lisa M. Susnar

505 South Flagler Drive
Suite 400
West Palm Beach, Florida 33401

B) Corporate Officers.

The Board of Directors shall elect the following officers: President, Vice President, Secretary, and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors.

H99000031981

H99000031981

ARTICLE VII
INCORPORATORS

The names and street address of the Incorporator to these articles of incorporation are Christian N. Scholin, 505 South Flagler Drive, Suite 1001, West Palm Beach, Florida 33401.

ARTICLE VIII
PURPOSE

The purpose or purposes for which the corporation is organized are: To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

The undersigned, for the purpose of forming this corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 9th day of December, 1999.


Christian N. Scholin

H99000031981

H99000031981

REGISTERED AGENT AND OFFICE

Pursuant to the provisions of F.S. 607.0501, 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 400 Flagler Center Tower, Inc.
2. The name of the registered agent is Christian N. Scholin.
3. The address of the registered agent/registered office is Christian N. Scholin, Esquire, 505 South Flagler Drive, Suite 400, West Palm Beach, Florida 33401.

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


Christian N. Scholin

Date: December 9, 1999.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 15 AM 9:05

H99000031981