

VERTOVEST PROPERTIES INC.

7903082

March 26, 1979

Fulton County

JB

Barbara J. Morrison

log 7

Max. 200 shares com no par

paid in \$500.00

DUPLICATE

3082  
60



*I, Ben W. Fortson, Jr., Secretary of State of the State of Georgia, do hereby certify, that*

"VERTOVEST PROPERTIES INC."

has been duly incorporated under the laws of the State of Georgia on the 26th day of March, 1979, by the filing of articles of incorporation in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true copy of said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 26th day of March in the year of our Lord One Thousand Nine Hundred and Seventy Nine and of the Independence of the United States of America the Two Hundred and Three.

*Ben W. Fortson, Jr.*

SECRETARY OF STATE, EX-OFFICIO CORPORATION  
COMMISSIONER OF THE STATE OF GEORGIA

ARTICLES OF INCORPORATION  
OF  
VERTOVEST PROPERTIES INC.

\* \* \* \* \*

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Georgia Business Corporation Code, do hereby adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is  
VERTOVEST PROPERTIES INC.

SECOND: The corporation is organized pursuant to the provisions of the Georgia Business Corporate Code.

THIRD: The period of its duration is perpetual.

FOURTH: The purpose or purposes for which the corporation is organized are:

To invest, hold, manage and otherwise deal in all types of real estate.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is two hundred (200) without par value.

SECRETARY OF STATE  
BEN W. FORBSON

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SIXTH: The corporation will not commence business until it has received the sum of Five Hundred Dollars (\$500.00) as consideration for the issuance of shares.

SEVENTH: The address of the initial registered office of the corporation is First National Bank Tower, c/o C T Corporation System, Atlanta, Georgia 30303 and the name of its initial registered agent at such address is C T Corporation System.

EIGHTH: The number of directors constituting the initial board of directors shall be one (1); and the name and address of the person who is to serve as a member thereof are:

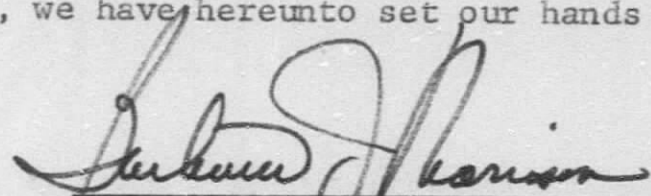
<u>NAME</u>	<u>ADDRESS</u>
MICHAEL I. KATZ	Transvaelkade, 13 Amsterdam, Netherlands

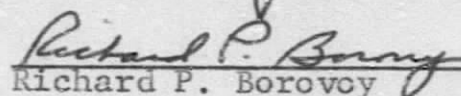
All of the shares of the corporation are to be owned by one (1) shareholder.

NINTH: The name and address of each incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
BARBARA J. MORRISON	277 Park Avenue New York, New York 10017
RICHARD P. BOROVOY	277 Park Avenue New York, New York 10017

IN WITNESS WHEREOF, we have hereunto set our hands this 22nd day of March, 1979.

  
\_\_\_\_\_  
Barbara J. Morrison

  
\_\_\_\_\_  
Richard P. Borovoy

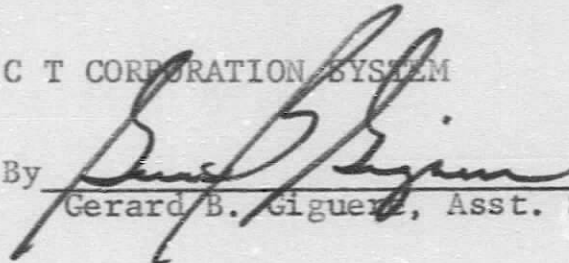
ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

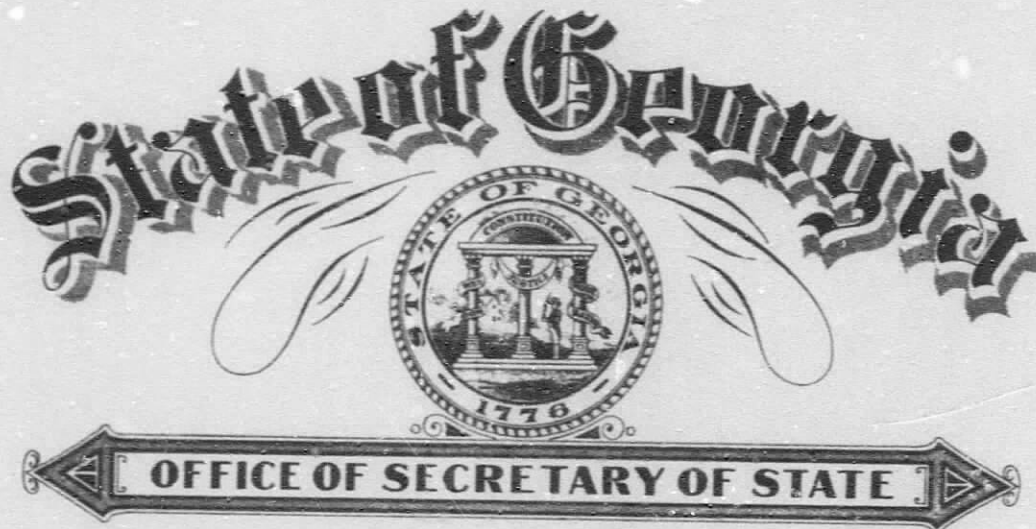
\* \* \* \* \*

C T CORPORATION SYSTEM, having been designated to act as registered agent, hereby consents to act in this capacity.

C T CORPORATION SYSTEM

By

  
Gerard B. Giguere, Asst. Secy.



*J. Ben W. Fortson, Jr., Secretary of State of the State of Georgia, do hereby certify, that*

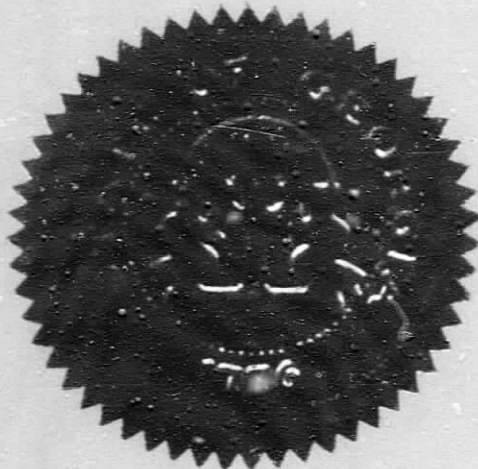
based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"VERTOVEST PROPERTIES INC."

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.

In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this 22<sup>nd</sup> day of March, in the year of our Lord One Thousand Nine Hundred and Seventy Nine and of the Independence of the United States of America the Two Hundred and Three



*Ben W. Fortson Jr.*

Secretary of State, Ex-Officio Corporation  
Commissioner of the State of Georgia