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June 8, 1999

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

Re: Bondan Management Corp.

100002904401--2

-06/15/99--01007--002

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

Gentlemen:

Enclosed herewith for filing is an original and one copy of the Articles of Incorporation of Bondan Management Corp., in which the Registered Agent is designated in Article Fourth. In accordance with my telephone conversation with your office earlier this week, I believe the filing fee is \$70 and our Firm's check in that amount is enclosed herewith.

Thank you for your courtesy in this matter.

Very truly yours,

*Irving J. Helman P.C.*

Irving J. Helman, P.C.

IJH/csz

Enclosures

739852.1

FILED  
99 JUN 14 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6-16  
05

ARTICLES OF INCORPORATION  
OF  
BONDAN MANAGEMENT CORP.

FILED  
99 JUN 14 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

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

FIRST: The name of the corporation is: Bondan Management Corp.

SECOND: The street address of the initial principal office, and, if different, the mailing address of the corporation is: 616 Island Drive, Palm Beach, Florida 33480-4745.

THIRD: The number of shares the corporation is authorized to issue is: 100

FOURTH: The street address of the initial registered office of the corporation is 616 Island Drive, Palm Beach, Florida 33480-4745, and the name of its initial registered agent at such address is Bernard L. Friedman.

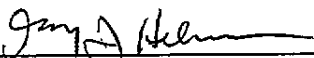
FIFTH: The names and addresses of the persons who are to serve as initial directors are:

Bernard L. Friedman	616 Island Drive Palm Beach, FL 33480-4745
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SIXTH: The name and address of each incorporator is:

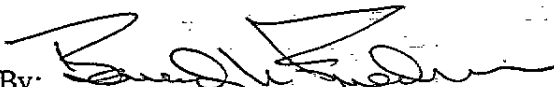
Irving J. Helman	c/o Nutter, McClennen & Fish, LLP One International Place Boston, MA 02110-2699
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SEVENTH: Any other provision required or permitted by law is: The Articles of Incorporation shall become effective on July 1, 1999.

  
\_\_\_\_\_  
Signature of Incorporator  
Irving J. Helman

Date: June 1, 1999

Bernard L. Friedman is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

By:   
\_\_\_\_\_  
Bernard L. Friedman

Date: June 1, 1999