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LA OFFICES  
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MIAMI BEACH, FLORIDA 33140-3342  
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FILED

99 DEC 29 PM 2: 07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

20 December, 1999

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

EFFECTIVE DATE

01/01/00

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-12/29/99--01059--012  
\*\*\*\*122.50 \*\*\*\*78.75

RE: H B Development II, Inc.  
Our File No.: 1303-001


Dear Sir/Madam:

Enclosed herewith is our trust account check no. 7505 payable to the Secretary of State in the amount of \$122.50. In addition, we have enclosed the original and one copy of the Articles of Incorporation. Please file the original Articles of Incorporation and return the copy, duly certified, to this office.

We have enclosed a stamped, self-addressed envelope for your use.

Thank you for your cooperation in this matter.

GILLER & ATTORNEYS, P.A.

  
BRIAN J. GILLER, ESQ.  
For the Firm  
/lb

01112020.L

PN 1/5/2000

**ARTICLES OF INCORPORATION  
OF  
H B DEVELOPMENT II, INC.**

FILED  
99 DEC 29 PM 2: 07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

01/01/00

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the Corporation shall be:

H B DEVELOPMENT II, INC.

Its business shall be carried out at Miami-Dade County, Florida, or at such other points or places in the State of Florida, the United States or foreign countries as may, from time to time, be authorized by the Board of Directors.

**ARTICLE II**

The general nature of the business or businesses to be transacted by the Corporation is as follows:

The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes Section 607 et seq.

**ARTICLE III**

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be Five Hundred (500) shares of Common Stock at One (\$1.00) Dollar par value.

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**ARTICLES OF INCORPORATION – H B Development II, Inc.**

All the aforementioned stock is to be issued as fully paid for and exempt from assessment. The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporator or by the Directors at a meeting called for such purpose.

**ARTICLE IV**

This Corporation shall begin business with a capital of Five Hundred (\$500.00) Dollars and the undersigned incorporator does hereby state that there has already been paid into the Corporation on behalf of the subscriber set forth herein, the sum of Five Hundred (\$500.00) Dollars.

**ARTICLE V**

This Corporation shall exist perpetually.

**ARTICLE VI**

The principal place of business of this Corporation shall be located at 975 - 41st Street, Miami Beach, Florida, 33140 in Miami-Dade County, Florida, and may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary and convenient.

**ARTICLE VII**

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the Bylaws of this Corporation. Directors need not be stockholders.

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**ARTICLES OF INCORPORATION – H B Development II, Inc.**

**ARTICLE VIII**

The name and post office address of the first Board of Directors of this Corporation, who shall hold office until the organization meeting of this Corporation, and until their successors are elected and have qualified are:

Herman Bischoff, 975 - 41st Street, Miami Beach, Fla. 33140

**ARTICLE IX**

The offices to be held by the above named Director are as follows:

Herman Bischoff: President, Secretary and Treasurer

**ARTICLE X**

The number of shares of stock which the incorporator agrees to take is 500 shares valued at \$500.00. The name and post office address of the subscriber of these Articles of Incorporation, is as follows:

Herman Bischoff, 975 - 41st Street, Miami Beach, Fla. 33140

**ARTICLE XI**

The name and address of the initial registered agent is:

Herman Bischoff, 975 - 41st Street, Miami Beach, Fla. 33140

**ARTICLE XII**

The provisions of this Charter, and each and every article and section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and the transaction to which this

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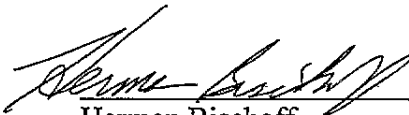
ARTICLES OF INCORPORATION – H B Development II, Inc.

Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

ARTICLE XIII

The commencement of Corporate existence shall be as of January 1, 2000.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on 12-20-, 1999.

 (SEAL)  
Herman Bischoff

STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF MIAMI-DADE        )

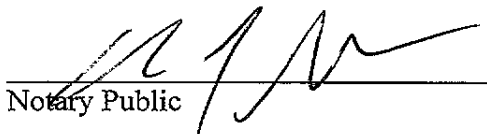
BEFORE ME, the undersigned authority, personally appeared Herman Bischoff, to me well known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation and he acknowledged, before me, that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at Miami Beach, Miami-Dade County, on this 20 day of Dec, 1999

My Commission Expires:



Brian J. Giller  
Commission # LC 755799  
Expires DEC. 10, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

  
Notary Public

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**H B DEVELOPMENT II, INC.**

FILED

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**CERTIFICATE DESIGNATING REGISTERED AGENT UPON**

**WHOM PROCESS MAY BE SERVED WITHIN THIS STATE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said Act:

First, that H B DEVELOPMENT II, INC., a Florida corporation qualified to do business under the laws of this State, with its principal office at Miami-Dade County, Florida, has appointed Herman Bischoff, 975 41st Street, Miami Beach, Florida 33140, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:   
Herman Bischoff  
Resident Agent

01026010 File# 1303