

# P000000016733

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

**EFFECTIVE DATE**

02-15-00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 FEB 16 PM 4:00

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## FLORIDA PROFIT CORPORATION OR P.A.

Baywood Capital, Inc.

Certificate of Status	1
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EFFECTIVE DATE

02-15-00

## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Baywood Capital, Inc.

### Article II. Address

The Corporation's mailing address is:  
Baywood Capital, Inc.  
P.O. Box 402624  
Miami Beach FL 33140

### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Lauren A. Burnhill  
5600 Collins Avenue, #8F  
Miami Beach FL 33140

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### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Lauren A. Burnhill  
Gavin E. Pike

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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MIAMI BEACH OFFICE

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Article V. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on February 15, 2000.

The undersigned incorporator executed these Articles of Incorporation on February 16, 2000.

  
CORPORATE CREATIONS INTERNATIONAL INC.  
Todd A. Hardy Vice President

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

**Baywood Capital, Inc.**

**REGISTERED AGENT/OFFICE:**

**Lauren A. Burnhill  
5600 Collins Avenue, #8F  
Miami Beach FL 33140**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
**LAUREN A. BURNHILL**  
by T.A. Hardy as attorney-in-fact

**Date: February 16, 2000**

**Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686**

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