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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.
BALZEBRE LAND MANAGEMENT CORPORATION

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ARTICLES OF INCORPORATION

OF

BALZEBRE LAND MANAGEMENT CORPORATION

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

BALZEBRE LAND MANAGEMENT CORPORATION

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

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ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$.10 per share, divided into two classes, the designation of each such class being as follows:

- A. 1000 shares of Class A Common Stock; and
- B. 9,000 shares of Class B Common Stock.

All of said shares (without regard to Class) shall have equal preferences, limitations and relative rights, including rights to distribution and liquidation proceeds, except that with respect to all matters coming before the shareholders for a vote of the shareholders (a) holders of Class B Common Stock shall not be entitled to vote, individually or as a Class, (b) a holder of Class A Common Stock shall be entitled to cast one vote per share only if such holder is (parent) or a member of his/her family, otherwise a holder of shares of Class A Common Stock shall have no voting rights whatsoever. For purposes of the preceding sentence, members of the family of (parent) shall include only his/her lineal descendants, whether natural or adopted; trusts for the exclusive use and benefit of any such individuals; and partnerships and corporations but only while owned exclusively by such individuals and trusts. At the earliest time that a share of Class A Common Stock is owned by any person other than (parent) or a member of his/her family, such share shall thereupon automatically become a share of Class B Common Stock for all purposes without any further action whatsoever.

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ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

LAMONT & NEIMAN, P.A.
Two South Biscayne Boulevard
Suite 3550
Miami, Florida 33131

ARTICLE VI

This corporation shall have two directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Anthony F. Balzebre
1717 Collins Avenue
Miami Beach, Florida 33139

Robert P. Balzebre
1717 Collins Avenue
Miami Beach, Florida 33139

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

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ARTICLE VII

The name and address of the incorporator of the corporation is:

Robert P. Balzebre
1717 Collins Avenue
Miami Beach, Florida 33139

ARTICLE VIII

The mailing address of the corporation is:

1717 Collins Avenue
Miami Beach, Florida 33139

Executed at Miami, Florida, this 31st day of May, 2000.


ROBERT P. BALZEBRE, Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of BALZEBRE LAND MANAGEMENT CORPORATION, the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 31st day of May, 2000.

LAMONT & NEIMAN, P.A.

By: *Jan S. Neiman*
JAN S. NEIMAN, Secretary
Registered Agent

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