

PO1000029233

TRANSMITTAL LETTER

Department of State
Division Of Corporations
POB 6327
Tallahassee, Florida 32134

Subject: BEACH INVESTMENT INTERNATIONAL GROUP, INC.

Enclosed is an original and one copy of the articles of incorporation and a check For \$78.75

From: Jason L. Hone
300 Fifth Avenue South, Suite 101-320
Naples, Florida 34102

941.777.2114

01 MAR 19 PM 3:31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

000003878390--8
-03/19/01--01155--005
*****78.75 *****78.75

124
3/21/07

**ARTICLES OF INCORPORATION
OF
BEACH INVESTMENT INTERNATIONAL GROUP, INC.**

ARTICLE I

NAME

The name of the Corporation is:

BEACH INVESTMENT INTERNATIONAL GROUP, INC.

ARTICLE II

PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Corporation is:

300 Fifth Avenue South, Suite 101-320
Naples, Florida 34102

ARTICLE III

PURPOSE

The Corporation shall engage in any activity or business permitted under the laws of the United States And Of The State Of Florida.

ARTICLE IV

SHARES

The number of outstanding shares at one time shall be 500,000 (Five Hundred Thousand).

ARTICLE V

INITIAL OFFICERS

Jason L. Hone - President And Treasure - 300 Fifth Avenue South, Suite 101-32 Naples Florida 34102

Katherine A. Hone - Vice President And Secretary -300 Fifth Avenue South, Suite 101-32 Naples Florida 34102

**ARTICLE VI
REGISTERED AGENT**

The name and the Florida street address of the registered agent is:

Jason L. Hone
300 Fifth Avenue South, Suite 101-320
Naples, Florida 34102

**ARTICLE VIII
INCORPORATOR**

The name and the Florida street address of Incorporator is a:

Jason L. Hone
300 Fifth Avenue South, Suite 101-320
Naples, Florida 34102

**ARTICLE VIII
DURATION OF CORPORATION**

The duration of the Corporation shall be perpetual unless the Corporation dissolves in accordance with the provisions of the Corporation regulations or these Articles.

**ARTICLE IV
PROFIT AND LOSSES**

The profit and losses of the Corporation shall be allocated to the shareholders in accordance with and in proportion to each shareholder percentage interests (which shall be equal to the number of shareholders owned by a shareholder divided by the total number of shareholders owned by all of the shareholder shareholders)unless otherwise provided in the Regulations of the Corporation . A shareholder in the Corporation may be evidence by a shareholder Certificate issued by the Corporation.

FILED

01 MAR 19 PM 3:31

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLE X
DISALOUTION OF CORPORATION**

The Corporation shall be dissolved upon the death, bankruptcy, dissolution, or termination of a shareholder's holdings of the Corporation for any reason, unless the business of the Corporation is continued by the consent of the remaining shareholders in the Corporation within 30 days after any of these events.

**ARTICLE XII
ASSIGNMENT OF SHARES**

No shareholder shall have the right to assign the shareholders interest in the Corporation without a written agreement of the majority shareholders. If the majority of the shareholders do not approve the assignment of the shares, the assignee shall have no right to become a shareholder, to participate in the management of the Corporation, or to exercise any other rights or powers of a shareholder. The assignee shall merely be entitled to receive as share of the profits or other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitles, to the extent assigned

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

Jim J. Hou *3-15-01*
Registered Agent Date

Jim J. Hou *3-15-01*
Incorporator Date

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 6+08.415 or 608.507, Florida Statutes, the undersigned Corporation, organized under the State of Florida, submits the following statement in designating the registered office / registered agent in the State Of Florida.

L The name of the Corporation is:

BEACH INVESTMENT INTERNATIONAL GROUP, INC.

The name and address of the registered agent and office is:

Jason L. Hone
300 Fifth Avenue South, Suite 101-320
Naples, Florida 34102

Signature: _____

Jason L. Hone

Date: _____

3-15-01

01 MAR 19 PM 3:31
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the above appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Jason L. Hone

Jason L. Hone *3-15-01*

Date