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April 12, 2001

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Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314 000004011530--5 -04/16/01--01112--011 *****87.50 *****87.50

SUBJECT: LBINVESTMENTS, INC. OF Palm Beach, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

___\$70.00 Filing Fee

____\$78.75 Filing Fee and Certificate of Status

____\$78.75 Filing Fee and Certificate Copy

X_\$87.50 Filing Fee, Certified Copy and & Certificate

FROM:

Bernard A. Lebedeker, Esq.

ATTN: Anne Gagnon Olds & Stephens, P.A. 711 North Flagler Drive West Palm Beach, FL 33401 Telephone: 561.832.6814

Fax:

561.832.4766

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SECRETARY OF STATE
MAKASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

L B INVESTMENTS OF PALM BEACH, INC.



The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of this corporation is LB INVESTMENTS OF PALM BEACH, INC.

ARTICLE II - PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including real estate investments and transactions.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$1.00 per share. All of said stock shall be issued as fully paid and non-assessable.

The corporation may restrict the transfer of the share of its capital stock by any provisions duly recited or referred to on the certificates affected thereby.

Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the corporation shall have any pre-emptive rights to purchase, subscribed for, or otherwise acquire any shares of stock of the corporation, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

The corporation shall have the power to create and issue rights, warrants, or options entitling the holders thereof to purchase from the corporation any shares of its capital stock, upon such terms and conditions and such times and prices as the Board of Directors may provide, which terms and conditions shall be incorporated in an instrument or instruments evidencing such rights.

· In the absence of fraud, the judgment of the Directors as to the adequacy of consideration for the issuance of such rights or options and the sufficiency thereof shall be conclusive.

ARTICLE IV - INITIAL CAPITAL

The corporation will commence business with not less than \$500.00 of its capital stock fully paid in and issued.

ARTICLE V - TERMS OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law. Provided other requirements of the law are satisfied, corporate existence shall begin at the time of acknowledgment of these Articles or upon the date of receipt by the Secretary of State if not received by said office within five (5) days of said acknowledgment.

ARTICLE VI - ADDRESS

The principal office of the corporation shall be located at **3543 South Ocean Boulevard, #106, South Palm Beach, Florida 33480.** The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida, or establish such branch offices as may be deemed desirable.

ARTICLE VII - DIRECTORS

The corporation shall have not less than one (1) nor more than nine (9) Directors. The number of Directors shall be determined by the Stockholders at their annual meeting.

ARTICLE VIII - INITIAL DIRECTORS

The following are names and addresses of the first Board of Directors, who shall hold office until their successors are elected:

NAME

ADDRESS

Janet B. Lebedeker

3543 South Ocean Boulevard, #106 South Palm Beach, FL 33480

ARTICLE IX - INCORPORATORS

The names and addresses of the incorporators are as follows:

NAME

ADDRESS

Bernard A. Lebedeker, Esq.

711 North Flagler Drive West Palm Beach, FL 33401

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is **711 North Flagler Drive**, **West Palm Beach**, **Florida 33401** and the name of the initial registered agent of this corporation is **Bernard A. Lebedeker**.

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE X - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned Incorporators, have hereunto set my hand and seal this 12th day of April, 2001, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and cause to be filed in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

BERNARD A. LEBEDEKER

Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared BERNARD A.

LEBEDEKER to me well known to be the person described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and seal this 12th day of April, 2001.

Notary Public, State of Florida

Affiant personally known _____ or produced identification____ Type of Identification Produced

OFFICIAL NOTARY SEAL
ANNE GAGNON
COMMISSION NUMBER
CC725132
MY COMMISSION EXPIRES
APR. 5,2002

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

First – L B INVESTMENTS OF PALM BEACH, INCLINDer the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 3543 South Ocean Boulevard, #106, City of South Palm Beach, County of Palm Beach, State of Florida, and has named BERNARD A. LEBEDEKER, located at 711 North Flagler Drive, City of West Palm Beach, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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.

BERNARD A LEBEDEKER

Registered Agent

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