

PD/000096496

LAW OFFICES

THOMAS J. WOOLLEY, JR.

PROFESSIONAL ASSOCIATION

FIRST FINANCIAL PLAZA, SUITE 408

639 EAST OCEAN AVENUE

BOYNTON BEACH, FLORIDA 33435

MAILING ADDRESS:

POST OFFICE DRAWER JJ

BOYNTON BEACH, FLORIDA 33425

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September 20, 2001

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

100004618061--7
-10/01/01--01053--019
*****70.00 *****70.00

RE: B & N Real Estate Investments, Inc.

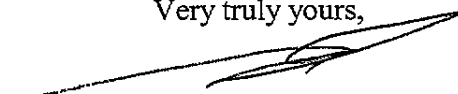
Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for the above-named corporation together with my check in the amount of \$70.00 representing the filing fee.

Please forward to this office a copy of the Articles of Incorporation after filing.

If you have any questions, please do not hesitate to contact my.

Very truly yours,



Thomas J. Woolley, Jr.

TJW/ah

Enclosures

01 OCT - 1 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

T. Burch

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ARTICLES OF INCORPORATION
OF
B & N REAL ESTATE INVESTMENTS, INC.

01 OCT - 1 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I – NAME

The name of this corporation is B & N REAL ESTATE INVESTMENTS, INC.

ARTICLE II – DURATION

This Corporation is to exist perpetually commencing at the time of filing the Articles of Incorporation by the Department of State.

ARTICLE III – PURPOSE

This corporation is organized for the purpose of transacting all businesses which may be permitted under the laws of the State of Florida and approved by the Board of Directors.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares common stock at \$10.00 par value.

ARTICLE V – PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI – INITIAL REGISTERED
OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1091 NW 10th Court, Boynton Beach, Florida 33426. The name of the initial registered agent of this corporation is SEAN L. NIEBEL. The principal office and/or mailing address of the corporation is 1091 NW 10th Court, Boynton Beach, Florida 33426.

**ARTICLE VII – INITIAL BOARD
OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1) director.

The name and address of the initial directors of this corporation are:

Sean L. Niebel
1091 NW 10th Court
Boynton Beach, Florida 33426

Angela S. Crosby
1091 NW 10th Court
Boynton Beach, Florida 33426

ARTICLE VIII – INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Sean L. Niebel
1091 NW 10th Court
Boynton Beach, FL 33426

ARTICLE IX – BY-LAWS

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make, alter or repeal the By-Laws of the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of September 2001.


SEAN L. NIEBEL

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a notary public authorized to take acknowledgments in the State and County above, personally appeared SEAN L. NIEBEL known to me and known by me to be the person who executed the foregoing Articles of Incorporation and who acknowledged before me that the Articles of Incorporation were executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this

20th day of September, 2001.


NOTARY PUBLIC - STATE OF FLORIDA

MY COMMISSION EXPIRES:



Charlotte M. Hamilton
MY COMMISSION # CC898016 EXPIRES
March 31, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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

First - that B & N REAL ESTATE LIMITED INVESTMENTS, INC., desires to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Boynton Beach, County of Palm Beach, has named Sean L. Niebel, 1091 NW 10th Court, Boynton Beach, Florida 33426, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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.


SEAN L. NIEBEL