

MAY 13-02 11:48 From: AKERMAN SENTERFITT

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Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

HIBOU PROPERTIES II, INC.

Certificate of Status	0
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FAX AUDIT NO. H02000137705

**ARTICLES OF INCORPORATION
OF**

HIBOU PROPERTIES II, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is **HIBOU PROPERTIES II, INC.** (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

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

2665 South Bayshore Drive, Suite 1001
Coconut Grove, Florida 33133

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is Ten Thousand (10,000) shares, par value \$.01 per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.


**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is c/o Hibou Management, LLC, 2665 South Bayshore Drive, Suite 1001, Coconut Grove, Florida 33133. The name of the Corporation's initial registered agent at that office is Eberto A. Vitier.

**ARTICLE V
INCORPORATOR**

The name and address of the incorporator of the Corporation is Eberto A. Vitier, 2665 South Bayshore Drive, Suite 1001, Coconut Grove, Florida 33133.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this May 10, 2002.



Eberto A. Vitier, Incorporator


FAX AUDIT No. H02000137705

CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **HIBOU PROPERTIES II, INC.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this May 10, 2002.



Eberto A. Vitier

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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