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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

NATION'S BEST PROPERTIES, INC.

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**ARTICLES OF INCORPORATION
OF
NATION'S BEST PROPERTIES, INC.**

**ARTICLE I
NAME**

The name of this corporation shall be:

NATION'S BEST PROPERTIES, INC.

**ARTICLE II
DURATION**

This corporation shall commence its existence upon the filing of these Articles and the duration of this corporation is perpetual.

**ARTICLE III
PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

**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 pro rata share thereof at the price at which it is offered to others.

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ARTICLE VI
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is: 300 S.E. 2nd Street, Suite 860, Fort Lauderdale, Florida 33301.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 300 SE 2nd Street, Suite 860, Fort Lauderdale, Florida 33301, and the name of the initial registered agent is Scott W. Rothstein.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The names and addresses of the Directors are:

Scott W. Rothstein, President
300 S.E. 2nd Street, Suite 860
Fort Lauderdale, Florida 33301

Nicole Townsend, Vice President
300 S.E. 2nd Street, Suite 860
Fort Lauderdale, Florida 33301

Stuart A. Rosenfeldt, Treasurer
300 S.E. 2nd Street, Suite 860
Fort Lauderdale, Florida 33301

Susan L. Dollin, Secretary
300 S.E. 2nd Street, Suite 860
Fort Lauderdale, Florida 33301

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is Scott W. Rothstein, 300 SE 2nd Street, Suite 860, Fort Lauderdale, Florida 33301. The

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Incorporator shall not be liable, in any form or fashion, for any acts or omissions of the Corporation.

**ARTICLE X
BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XI
AMENDMENTS**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of May, 2003.

A handwritten signature in black ink, appearing to read "Scott W. Rothstein", is written over a horizontal line.

SCOTT W. ROTHSTEIN, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION
NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT
AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY
OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 15th DAY OF MAY, 2003.

By 

Scott W. Rothstein

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