

P03000115919

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : MICHAEL J. FREEMAN, P.A.
Account Number : 072720000142
Phone : (305) 442-1567
Fax Number : (305) 442-1227

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FLORIDA PROFIT CORPORATION OR P.A.

LBF, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF
LBF, Inc.

ARTICLE I

The name of this corporation is LBF, Inc

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The general nature of the business to be transacted by this corporation is make investments and operate any business permitted under the laws of the United States and the State of Florida. This corporation shall have the powers as enumerated in Section §607.011 of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

ARTICLE IV

The principal place of business for this corporation is 2675 South Bayshore Drive, Coconut Grove, Florida 33133.

ARTICLE V

The mailing address of this corporation is 2675 South Bayshore Drive, Coconut Grove, Florida 33133.

ARTICLE VI

This corporation is authorized to issue seven thousand five hundred (7,500) shares with one dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

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ARTICLE VII

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

ARTICLE VIII

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is:

Lewis B. Freeman
2675 South Bayshore Drive
Coconut Grove, Florida 33133

ARTICLE IX

The name and post office address of the director of this corporation is:

Lewis B. Freeman
2675 South Bayshore Drive
Coconut Grove, Florida 33133

ARTICLE X

The corporation shall have one (1) director initially. The number of directors may be increased from time to time in accordance with the By-Laws of the corporation adopted by the stockholders, but there shall always be at least one (1) director. To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director or officer of the corporation, and each

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person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of her being a director or officer. The corporation shall reimburse such persons for all costs, legal and other expenses reasonably incurred by her in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

ARTICLE XI

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

Lewis B. Freeman
2675 South Bayshore Drive
Coconut Grove, Florida 33133

ARTICLE XII

These Articles of Incorporation may be amended by manner provided by law. Every amendment shall be approved by the directors, properly proposed by them to the stockholders of the corporation, and approved by said stockholders at a meeting of the majority of said stockholders then entitled to vote thereon, unless all of the Board of Directors and all of the stockholders of the corporation sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, the party hereto has hereunto set her hand and seal at Coconut Grove, Miami-Dade County,

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Florida, this.

LSF, Inc., a Florida corporation

By:

Lewis B. Freeman
Lewis B. Freeman, Incorporator

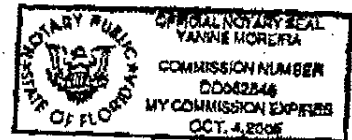
(STATE OF FLORIDA)
(COUNTY OF MIAMI-DADE)

BEFORE ME personally appeared, with knowledge that he is the incorporator in the foregoing Articles of Incorporation and that he acknowledged before me that he executed the foregoing Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this

Yvonne Morena
Notary Public, State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 548.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED LEWIS B. FREEMAN, LOCATED AT 2675 SOUTH BAYSHORE DRIVE, CITY OF COCONUT GROVE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

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By: *Lewis B. Freeman*
Lewis B. Freeman

Date: October 17, 2003

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ACCEPTANCE

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

By: *Lewis B. Freeman*
Lewis B. Freeman, President

Date: October 17, 2003

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Oct-17-03 2:18PM No. 0440 P. 6/65

MICHAEL J. FREEMAN, P.A.
MICHAEL J. FREEMAN, P.A.

ent By: Oct 17, 2003 3:12PM
VLT-10-1700 3:40PM