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# FLORIDA PROFIT CORPORATION OR P.A.

BB Hunter's Developments, Inc.

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# ARTICLES OF INCORPORATION of BB HUNTER'S DEVELOPMENTS, INC.

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The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Fiorida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

## ARTICLE I - NAME:

The name of this corporation is BB HUNTER'S DEVELOPMENTS, INC. (the "Corporation").

#### ARTICLE II - ADDRESS OF PRINCIPAL OFFICE:

The principal office and street address of the Corporation is 10649 Masters Drive, Clermont, Florida 34711.

### **ARTICLE III - GENERAL PURPOSE:**

The Corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

#### ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated common shares with a par value of One Dollar (\$1.00). The directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

#### ARTICLE V - INITIAL BOARD OF DIRECTORS:

- A. The Corporation shall have three (3) directors initially.
- B. The number of directors of the Corporation may be increased or decreased from time to time pursuant to bylaws adopted by the shareholders, but shall never be less than one (1).
- C. The names and addresses of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

Lawrence Lubin

One Yorkdale Road, Suite 510

Toronto, Canada M6A-3A1

Shoel Silver

One Yorkdale Road, Suite 510

Toronto, Canada M6A-3A1

Eileen Silver

One Yorkdale Road, Suite 510 Toronto, Canada M6A-3A1

#### **ARTICLE VI - OFFICERS:**

The names and addresses of the initial officers of the Corporation are:

President

Shoel Silver

One Yorkdale Road, Suite 510 Toronto, Canada M6A-3A1

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Vice President and Secretary

Lawrence Lubin

One Yorkdale Road, Suite 510 Toronto, Canada M6A-3A1

Vice President and Asst. Secretary

Eileen Silver

One Yorkdale Road, Suite 510 Toronto, Canada M6A-3A1

Treasurer

Jean Dempsey

One Yorkdale Road, Suite 510 Toronto, Canada M6A-3A1

# ARTICLE YII - INITIAL REGISTERED OFFICE AND AGENT:

The name and street address of the initial registered agent of the Corporation is:

James R. Pratt

369 N. New York Avenue, 3rd Floor

Winter Park, Florida 32789

## ARTICLE VIII - INCORPORATOR:

The name and address of the Incorporator of the Corporation is:

Dudley Q. Sharp, Jr.

369 N. New York Avenue, 3rd Floor

Winter Park, Florida 32789

#### **ARTICLE IX - BY-LAWS:**

The power to adopt, alter or repeal bylaws shall be vested in the Board of Directors.

#### ARTICLE X - DURATION:

The Corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

#### ARTICLE XI - INDEMNIFICATION:

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

# **ARTICLE XII - AMENDMENT:**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Minter Park, Florida, this 21 day of September, 2004.

INCORPORATOR:

Dudley O Sharp

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# **ACCEPTANCE OF REGISTERED AGENT:**

Having been named as registered agent to accept service of process for BB Hunter's Developments, Inc. at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

REGISTERED AGENT:

04 OCT -1 PH 2:59
SECRETARY OF STATE

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