

**P1700000326**

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**FLORIDA PROFIT/NON PROFIT CORPORATION  
ADVENIR@BEAR VALLEY GP, INC.**

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JAN 04 2017

T. SCOTT

**ARTICLES OF INCORPORATION  
OF  
ADVENIR@BEAR VALLEY GP, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLE I**

**Name**

The name of the corporation is Advenir@Bear Valley GP, Inc. (hereinafter called the "Corporation").

**ARTICLE II**

**Principal Office**

The address of the principal office and the mailing address of the Corporation is 17501 Biscayne Boulevard, Suite 300, Aventura, Florida 33160.

**ARTICLE III**

**Capital Stock**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<b><u>Number of Shares Authorized</u></b>	<b><u>Par Value Per Share</u></b>	<b><u>Class of Stock</u></b>
1,000	\$ .01	Common

**ARTICLE IV**

**Initial Registered Office**

The street address of the Corporation's initial registered office in the State of Florida is 888 Southeast Third Avenue, Suite 400, Fort Lauderdale, Florida 33316, and its initial registered agent at such office is Torres Law, P.A.

**ARTICLE V**

**Board of Directors; Officers**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors shall be one, and the name and address of the member of the initial Board of Directors who is to serve as the Corporation's sole director until

a successor is duly elected and qualified is:

Stephen L. Vecchitto  
17501 Biscayne Boulevard  
Suite 300  
Aventura, Florida 33160

The following persons shall serve as the initial officers of the Corporation until their successors are duly elected and qualified:

President, Treasurer and Secretary	Stephen L. Vecchitto
Vice President	David Vecchitto

**ARTICLE VI**

**Incorporator**

The name of the Incorporator is Stephen L. Vecchitto, and the address of the Incorporator is 17501 Biscayne Boulevard, Suite 300, Aventura, Florida 33160.

**ARTICLE VII**

**Indemnification**

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter. Any indemnification by the Corporation in favor of any officer or director or other indemnified party shall be fully subordinate to the Loan and shall not constitute a claim against the Corporation in the event that insufficient funds exist to pay all its obligations to its creditors.

**ARTICLE VIII**

**Conflict**

In the event of a conflict between these Articles of Incorporation and the Bylaws of the Corporation, these Articles of Incorporation shall control.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this January 3, 2017.

By: /s/ Stephen L. Vecchitto  
Stephen L. Vecchitto  
Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, Torres Law, P.A. (Document No. P05000012792), having been named the Registered Agent of Advnir@Bear Valley GP, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

TORRES LAW, P.A.:

January 3, 2017

By:   
Osvaldo F. Torres  
President