

P95000006036

LAW OFFICES

HONIGMAN MILLER SCHWARTZ AND COHN

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

222 LAKEVIEW AVENUE SUITE 800
WEST PALM BEACH, FLORIDA 33401-5012

TELEPHONE (407) 838-4500
TELECOPIER (407) 832-3036

CATHERINE M. SCOTT
Legal Assistant

DIRECT DIAL NUMBER
(407) 838-4538

TAMPA, FLORIDA
ORLANDO, FLORIDA
DETROIT, MICHIGAN
LANSING, MICHIGAN
HOUSTON, TEXAS
LOS ANGELES, CALIFORNIA

January 18, 1995

VIA FEDERAL EXPRESS

Secretary of State
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32399

000001385090
-01/20/95--01033--015
****122.50 ****122.50

Re: BMC Plantation, Inc.

Gentlemen:

Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation together with a check payable to the Secretary of State in the amount of \$122.50 in payment of the following:

| | |
|-----------------------------|-----------------|
| Filing Fee | \$ 35.00 |
| Certified Copy | 52.50 |
| Registered Agent Filing Fee | <u>35.00</u> |
| TOTAL | <u>\$122.50</u> |

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,

Cathy M. Scott
Cathy M. Scott
Legal Assistant to
Neil Platock

CMS/bc
Enclosures: Check
Articles (in duplicate)

cc: Mr. Bradley E. McNutt (w/encl.)
Neil Platock, P.A.

WPR/4811.1
CMS 1/18/95 1:14pm

1-24-95

FILED
95 JAN 19
TALLAHASSEE

ARTICLES OF INCORPORATION
OF
BMC PLANTATION, INC.

FILED

95 JAN 19 PM 12 05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is BMC PLANTATION, INC. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation is located at the following address:

3300 North Port Royale Drive, #105
Ft. Lauderdale, FL 33308

ARTICLE III - PURPOSE

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

ARTICLE IV - DURATION

The Corporation shall have perpetual existence commencing on January 18, 1995.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

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

HOMISCO INCORPORATION, INC.
222 Lakeview Avenue, Suite 800
West Palm Beach, Florida 33401

ARTICLE IX - INCORPORATOR

The name and address of the entity signing these Articles are:

HOMISCO INCORPORATION, INC.
222 Lakeview Avenue, Suite 800
West Palm Beach, Florida 33401

ARTICLE X - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation but shall never be less than one (1). The name and address of the initial director of the Corporation are:

NAME

ADDRESS

Bradley E. McNutt

3300 North Port Royale Drive, #105
Ft. Lauderdale, FL 33308

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 18th day of January, 1995.

HOMISCO INCORPORATION, INC.

By: Steven R. Parson
Steven R. Parson, Vice President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 18th day of January, 1995.

HOMISCO INCORPORATION, INC.

By: Steven R. Parson
Steve R. Parson, Vice President

P95000006036

ANDREW F. DUNSTAN
Legal Assistant Clerk

DIRECT DIAL NUMBER
(801) 838-4511

LAW OFFICE
HENIGMAN, MILLER SCHWARTZ AND COHN
A MEMBERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS
222 LAKEVIEW AVENUE-SUITE 800
WEST PALM BEACH, FLORIDA 33401-6112
FAX (407) 832-3036

TAMPA, FLORIDA
ORLANDO, FLORIDA
DETROIT, MICHIGAN
LANSING, MICHIGAN

June 3, 1996

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: BMC Plantation, Inc. - Document Number P95000006036

Dear Sir or Madam:

Please be advised that the principal business address of the above referenced corporation has been changed. The new principal business address is:

711 S. Rio Vista Boulevard
Fort Lauderdale, FL 33316

The mailing address and Registered Agent address will remain the same. Please update your records accordingly.

Sincerely yours,

Andrew F. Dunstan

Andrew F. Dunstan
Legal Assistant Clerk
to Neil W. Platock

AFD/tim

cc: Bradley E. McNutt
Neil W. Platock, P.A.

updated LR 6/6/96

WPB/84770.1