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FLORIDA DIVISION OF CORPORATIONS

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FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN &

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STATE OF FLORIDA

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409 EAST GAINES STREET

MIAMI FL 33131-2336311-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: BK-VANDERBILT, INC.

FAX AUDIT NUMBER: H95000002260

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/27/1995

TIME REQUESTED: 10:25:33

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**ARTICLES OF INCORPORATION
OF
EK-VANDERBILT, INC.**

ARTICLE I - NAME

The name of this corporation is EK-VANDERBILT, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

2665 South Bayshore Drive, Suite 1200
Miami, Florida 33133.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is: One Thousand (1000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2665 South Bayshore Drive, Suite 1200
Miami, Florida 33133;

and the name and address of the initial registered agent of this corporation is:

Name

Ezra Katz

Address

2665 South Bayshore Drive, Suite 1200
Miami, Florida 33133.

This instrument prepared by:
Byron L. Blum, Esquire
Florida Bar No. 244252
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & RILZIN
2500 First Union Financial Center (33131-2338)
P.O. Box 019109
Miami, Florida 33101-9109
Telephone: 305-374-7580

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ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation is:

Name

Address

Ezra Katz

2665 South Bayshore Drive, Suite 1200
Miami, Florida 33133.

ARTICLE VIII - INCORPORATOR

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

Name

Address

Ezra Katz

2665 South Bayshore Drive, Suite 1200
Miami, Florida 33133

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, of this corporation to the fullest extent permitted by law.

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ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as Incorporator thereof and in acceptance of his appointment as registered agent therein this 24th day of February, 1995.


Ezra Katz, Incorporator and Registered Agent

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