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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
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STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33136- 0-5295
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3894
FAX: (305) 541-3770

((H950000094381)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: INCO PROPERTIES, INC. CURRENT STATUS: REQUESTED
FAX AUDIT NUMBER: H95000009438 DATE REQUESTED: 08/25/1995 TIME REQUESTED: 12:14:48
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ARTICLES OF INCORPORATION
OF
BECO PROPERTIES, INC.

RECEIVED IN
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EFFECTIVE DATE

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is BECO PROPERTIES, INC. (the "Corporation").
- SECOND: The street address of the initial principal office and the mailing address of the Corporation is 2101 West Commercial Boulevard, Suite 1500, Fort Lauderdale, Florida 33309.
- THIRD: The Corporation is authorized to issue 7,500 shares of common stock, par value \$0.01 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: B & C Corporate Services, Inc.
- FIFTH: The name and address of the incorporator of the Corporation is: Linda C. Frazier, Broad and Cassel, Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have two directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than two. The names and addresses of the initial directors of the Corporation are:

Steven N. Bronson
2101 W. Commercial Blvd.
Suite 1500
Ft. Lauderdale, FL 33309

Bruce C. Barber
2101 W. Commercial Blvd.
Suite 1500
Ft. Lauderdale, FL 33309

Linda C. Frazier, Esq.
Florida Bar Number 0990035
Broad and Cassel
Miami Center, Suite 3000
201 S. Biscayne Boulevard
Miami, Florida 33131
(305) 373-9400

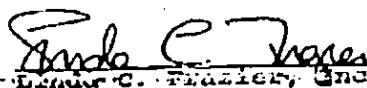
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- EIGHTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.
- TENTH: The corporate existence of the corporation shall commence on the 22nd day of August, 1995.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of August, 1995.


Dennis C. Frazier, Incorporator

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**ACCEPTANCE OF APPOINTMENT
OF
UNEXPERIENCED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.

By: Linda C. Frazier, Vice President

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