



1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0391 FAX

800-342-8086

ACCOUNT NO. 071100000000

REFERENCE : 822466 6221A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 122.50

ORDER DATE : January 29, 1996

ORDER TIME : 8:50 AM

ORDER NO. : 822466

CUSTOMER NO: 6221A

11000001700121

CUSTOMER: Gatha K. Milhorn, Legal Asst
ABEL BAND RUSSELL COLLIER
PITCHFORD & GORDON, CHARTERED
Barnett Bank Center, 8-10th Fl
240 South Pineapple Avenue
Sarasota, FL 34236-6737

DOMESTIC FILING

NAME: BKB, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: NJP

EXAMINER'S INITIALS:

T. BROWN JAN 29 1996

FILED
96 JAN 29 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
96 JAN 29 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BKB, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

BKB, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

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

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be c/o Bay Plaza Executive Center, 1290 Palm Avenue, Sarasota, Florida 34236.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is c/o Bay Plaza Executive Center, 1290 Palm Avenue, Sarasota, Florida 34236, and the registered agent at such office is Mark S. Kauffman.

ARTICLE VII - DIRECTORS

This Corporation shall have six (6) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

David S. Band	c/o 240 S. Pineapple Avenue Sarasota, Florida 34236
Myrna L. Band	c/o 240 S. Pineapple Avenue Sarasota, Florida 34236
Mark S. Kauffman	455 Longboat Key Rd., PH #4 Longboat Key, Florida 34228
Irene E. Kauffman	455 Longboat Key Rd., PH #4 Longboat Key, Florida 34228
Randall I. Erodsky	3662 Country Place Blvd. Sarasota, FL 34233
Randi L. Brodsky	3662 Country Place Blvd. Sarasota, FL 34233

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

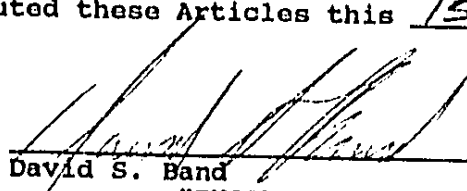
ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

David S. Band

c/o 240 S. Pineapple Avenue
Sarasota, Florida 34236.

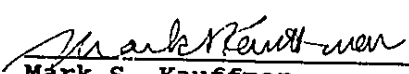
The undersigned has executed these Articles this 15th day of November, 1995.


David S. Band

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for BKB, Inc. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

11/15/95
Date


Mark S. Kauffman,
Registered Agent

P96000008824

FILING COVER SHEET

ACCOUNT NUMBER: ECA000000014
REFERENCE: 0174.549
DATE: 9-25-97
CONTACT NAME: CINDY HICKS
REQUESTOR NAME: CORPORATE & CRIMINAL RESEARCH SERVICES
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
TELEPHONE: 904-222-1173
AUTHORIZATION: Cindy Hicks
CORPORATION NAME: BKB, Inc.
DOCUMENT NUMBER: _____
(if known)

SECRET
TALLAHASSEE, FLORIDA

97 SEP 25 PM 1:22

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4000002803274--7

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> CERT. OF AUTHORITY | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> UCC 1 | <input type="checkbox"/> UCC 3 |

☒ CERTIFIED COPY

☐ CERTIFICATE OF STATUS

☐ PLAIN STAMPED COPY

COST LIMIT

87.50

- | | | |
|--|--|-------------------------------------|
| <input type="checkbox"/> CALL WHEN READY | <input type="checkbox"/> CALL IF PROBLEM | <input type="checkbox"/> AFTER 4:30 |
| <input type="checkbox"/> WALK IN | <input type="checkbox"/> WILL WAIT | <input type="checkbox"/> PICK UP |
| <input type="checkbox"/> MAIL OUT | | |

9/25

Jon Amer
C.C.

DIVISION OF CLERK OF COURT

97 SEP 25 PM 1:20

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
BKB, INC.

97 SEP 25 PM 1:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, Mark S. Kauffman, certifies that:

1. He is the President of BKB, Inc., a Florida corporation, whose Articles of Incorporation were filed with the Secretary of State, State of Florida, on January 29, 1996.

2. The following amendment to the Articles of Incorporation was unanimously adopted and approved by the Board of Directors and by the Shareholders, at a special joint meeting, duly called for the purpose of adopting this Amendment and held on September 23, 1997 at 3:30 p.m. at which a majority of the Directors and Shareholders were present and voting thereat. The number of votes cast by the Shareholders was sufficient for approval.

3. Article III of the Articles of Incorporation is hereby amended in its entirety to read as follows:

ARTICLE III - PURPOSE

The sole purpose for the existence of the Corporation is to serve as the general partner of Theatre Associates, Ltd., a Florida limited partnership and to exercise all powers enumerated in the corporation laws of the State of Florida necessary or convenient to the conduct, promotion or attainment of the business of the Corporation.

4. Article X is added to the Articles of Incorporation as follows:

ARTICLE X - BANKRUPTCY

In the event management of the Corporation recommends that either the Corporation or Theatre Associates, Ltd., or both, should seek relief under Title

11 of the United States Code (the Bankruptcy Code) by (a) filing a voluntary petition for relief under the Bankruptcy Code or (b) by consenting to the entry of an order for relief in the event of filing an involuntary bankruptcy petition, then it shall be a prerequisite to the filing of a voluntary petition or the consent to filing of an involuntary petition that a unanimous vote shall be made by all the Directors of the Corporation then serving to file a voluntary petition or consent to an involuntary petition for either the Corporation or Theatre Associates, Ltd.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 24 day of Sep, 1992.


Mark S. Kauffman, President