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DOUMAR, CURTIS, CROSS, LAYSTROM & PERLOFF
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

RAYMOND A. DOUMAR, P.A.*
CHARLES L. CURTIS, P.A.
WILLIAM B. CROSS, P.A.**
C. WILLIAM LAYSTROM, JR., P.A.
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*ALSO ADMITTED IN MICHIGAN
†BOARD CERTIFIED REAL ESTATE LAWYER
**CERTIFIED CIRCUIT CIVIL AND FAMILY MEDIATOR

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STUART J. MAC IVER, P.A.

†ALSO ADMITTED IN PENNSYLVANIA

December 23, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

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-12/27/96--01005--003
***122.50 ***122.50

Re: BMC INVESTMENTS, INC.

Dear Sirs:

Enclosed please find a cover sheet and the original and one (1) copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Registered Agent Fee	\$35.00
	\$122.50

Please file the enclosed Articles of Incorporation, with the effective date showing January 1, 1997 and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly yours,

JOHN W. PERLOFF
For the Firm

JWP/db
Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/31/96

ARTICLES OF INCORPORATION

OF

BMC INVESTMENTS, INC.

WE, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

ARTICLE I

The name of the corporation shall be BMC INVESTMENTS, INC.

ARTICLE II

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

- A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.
- B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.
- C. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, or other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment of property purchased or acquired, or for other lawful objects.
- D. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-1-97

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, and to engage in any business, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock at \$1.00 par value.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be \$100.00.

ARTICLE V

The existence of this corporation shall be perpetual, commencing on January 1, 1997.

ARTICLE VI

The initial principal office of this corporation shall be located at 711 S. Rio Vista Blvd., Ft. Lauderdale, FL 33316.

ARTICLE VII

The Board of Directors of this corporation shall consist of not less than one (1) and not more than three (3) members.

ARTICLE VIII

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the Laws of Florida, hold office for the first year of the corporation's existence, and until their successors shall have been elected and qualified, or until their earlier resignation, removal or death, are as follows:

NAME

ADDRESS

Bradley E. McNutt

711 S. Rio Vista Blvd.
Ft. Lauderdale, FL 33316

ARTICLE IX

The registered agent and the registered office for this corporation will be:

AGENT

OFFICE

John W. Perloff

1177 S.E. Third Avenue
Ft. Lauderdale, FL 33316

ARTICLE X

The names and addresses of each subscriber to these Articles of Incorporation are as follows:

NAME

ADDRESS

SHARES

Bradley E. McNutt

711 S. Rio Vista Blvd.
Ft. Lauderdale, FL 33316

100

ARTICLE XI

The officers of the corporation until the first meeting of the corporation's Board of Directors, or until successors are elected, shall be:

NAME

OFFICE

Bradley E. McNutt

President, Treasurer, Secretary

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by at least a majority of the shares entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that

a certain amendment to these Articles of Incorporation be made.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.


JOHN W. PERLOFF, Registered Agent

IN WITNESS WHEREOF, we have hereunto made, subscribed and acknowledged these Articles of Incorporation.


WITNESS

Printed Name: JOHN W. PERLOFF


WITNESS

Printed Name: Dianne M. Bishop

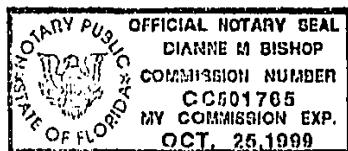
STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)


BRADLEY E. MCNUTT

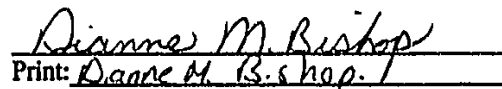
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TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day personally appeared Bradley E. McNutt to me well known to be the same person described in and who executed these Articles of Incorporation, and he acknowledged the Articles to be the act and deed of the subscribers and that the facts set forth therein are true.

WITNESS my hand and seal at Fort Lauderdale, Broward County, Florida, this 23rd day of December, 1996.



NOTARY PUBLIC:


Print: Dianne M. Bishop
State of Florida at Large (Seal)
My Commission Expires:

X Personally Known or _____ Identification Produced
Type of identification produced: _____