

P97000030835

Richard H. Roth, P.A.  
Attorney at Law

TELEPHONE (954) 942-6500  
FACSIMILE (954) 942-8730  
1500 EAST ATLANTIC BOULEVARD

Pompano Beach, Florida 33060-6749

March 20, 1997

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

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-03/24/97--01005--002  
\*\*\*\*122.50 \*\*\*\*122.50

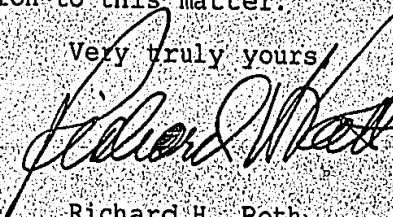
Re: Millennium Properties, Inc.

Dear Sir or Madam:

Enclosed please find two signed Articles of Incorporation with regard to the above Corporation and a check payable to the Secretary of State in the amount of \$122.50 to cover the costs of the filing fee, registered agent designation fee and a certified copy. Please return the certified copy to my office.

Thank you for your attention to this matter.

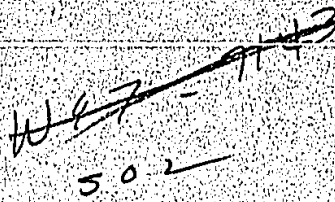
Very truly yours,



Richard H. Roth

FILED  
97 APR -3 PM 4:05  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE

RHR:cc  
Encls.

  
502

P. O. Box 6327 APR 3 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 27, 1997

RICHARD H ROTH ESQUIRE  
1500 E ATLANTIC BLVD  
POMPANO BEACH, FL 33060-6749

SUBJECT: MILLENNIUM PROPERTIES, INC.  
Ref. Number: W97000007143

FILED  
97 APR -3 PM 4:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for MILLENNIUM PROPERTIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 397A00015577

*Richard H. Roth,*  
*P.A.*  
*Attorney at Law*

TELEPHONE (954) 942-8500  
FACSIMILE (954) 942-8730  
1500 EAST ATLANTIC BOULEVARD  
*Pompano Beach, Florida 33060-6749*

April 2, 1997

(Via Airborne Express)

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

Re: Millennium Homes, Inc.

Dear Sir or Madam:

Enclosed please find two signed Articles of Incorporation for filing with regard to the above Corporation and a copy of your letter of March 27, 1997.

On March 20, 1997, I forwarded you the Articles of Incorporation referred to in your March 27 letter, along with a check payable to the Secretary of State in the amount of \$122.50 to cover the costs of the filing fee, registered agent designation fee and a certified copy. Please return the certified copy of the Articles of Incorporation for Millennium Homes, Inc., to my office.

Thank you for your attention to this matter.

Very truly yours,

*Richard H. Roth, cc.*

Richard H. Roth

RHR:cc  
Encls.



ARTICLES OF INCORPORATION  
OF  
MILLENNIUM HOMES, INC.

FILED  
91 APR -3 PM 4:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is:

MILLENNIUM HOMES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:  
to conduct any and all other lawful business as may be authorized  
under the laws of the State of Florida, the United States of  
America or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of Ten  
Dollar (\$10.00) par value common stock.

ARTICLE V - RELATIVE RIGHTS OF SHARES  
OF CAPITAL STOCK

Section 1. Dividends.

The holders of record of the common shares shall be entitled  
to cash dividends when and as declared by the Board of Directors  
in the amount per share and at the time and in the manner  
determined by the Board of Directors.

Section 2. Rights upon liquidation or dissolution.

In the event of any voluntary or involuntary liquidation,  
dissolution, or winding up of this corporation, the remaining  
assets of this corporation shall be payable to and distributed  
ratably among the holders of record of the common shares.

Section 3. Voting rights.

ARTICLE VI - INITIAL REGISTERED OFFICE  
AND AGENT

The street address of the initial registered office of this corporation is: 1500 E. Atlantic Boulevard, Pompano Beach, Florida 33060, and the name of the initial Registered Agent of this corporation at that address is: RICHARD H. ROTH.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Dawn M. DeBerry                      311 S.E. 1st Terrace  
Dir., Pres., Sec'y., Treas.      Pompano Beach, Florida 33060

ARTICLE VIII - INCORPORATOR

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

Dawn M. DeBerry                      311 S.E. 1st Terrace  
Pompano Beach, Florida 33060

ARTICLE IX - SHAREHOLDER QUORUM  
AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE X - APPROVAL OF SHAREHOLDERS  
REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not

corporation shall be managed under the direction of, the Board of Directors of the corporation but upon majority vote of the stockholders of the corporation all of the same may be run by and under the direct control of the stockholders in lieu of a Board of Directors.

ARTICLE XII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE XIII - ACTION BY DIRECTORS  
WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.


ARTICLE XIV - INDEMNIFICATION

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

ARTICLE XV - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of April, 1997.

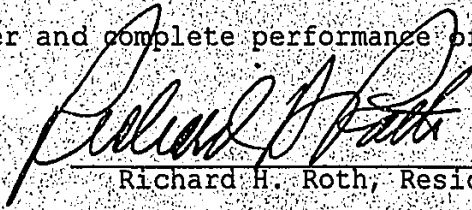
  
Dawn M. DeBerry, Subscriber

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 1st day of April, 1997, by DAWN M. DeBERRY who is personally known to me, or, if not, produced the following form of identification:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Richard H. Roth, Resident Agent

Dated: April, 1997

FILED  
97 APR - 3 PM 4:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



4/04/97  
1:50 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000005581 8))

TO: DIVISION OF CORPORATIONS  
(904) 922-4001

FAX #:

FROM: PETER J. JAENSCH, P.A.  
105065002440

ACCT#:

CONTACT: P. CHRISTOPHER JAENSCH  
PHONE: (941) 366-9841  
(941) 923-8356

FAX #:

NAME: BERLINER BACKSTUBE OF MANATEE, INC.

AUDIT NUMBER.....H97000005581

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE  
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

4-4-97  
TB

FILED  
97 APR -4 PM 2:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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ARTICLES OF INCORPORATION  
OF  
BERLINER BACKSTUBE OF MANATEE, INC.

FILED  
97 APR - 4 PM 2:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the corporation is BERLINER BACKSTUBE OF MANATEE, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

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

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 par value stock.

ARTICLE V - Principal Office

The street address and the mailing address of the corporation's initial principal office is 1801 Gulf Drive #140, Bradenton Beach, Florida 34217.

ARTICLE VI - Initial Registered Office and Agent

The street address and the mailing address of the initial Registered Office is 3400 S. Tamiami Trail, Suite 303, Sarasota, Florida 34239, and the initial Registered Agent of this corporation at that address is P. Christopher Jaensch.

Prepared by:  
P. Christopher Jaensch  
3400 S. Tamiami Trail Suite 303  
Sarasota, Florida 34239  
(941) 366-9841  
Florida Bar#: 72044

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**ARTICLE VII - Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time, but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is as follows:

Klaus D. Schymmek  
1801 Gulf Drive #140  
Bradenton Beach, Florida 34217

**ARTICLE VIII - Incorporator**

The name and address of the Incorporator of this corporation is P. Christopher Jaensch, 3400 S. Tamiami Trail, Suite 303, Sarasota, Florida 34239

**ARTICLE IX - Amendment**

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 4th day of April, 1997.

  
\_\_\_\_\_  
P. Christopher Jaensch

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: BERLINER BACKSTUBE OF MANATEE, INC.
2. The name and address of the registered agent and office is:

P. Christopher Jaensch  
3400 S. Tamiami Trail, Suite 303  
Sarasota, Florida 34239

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.*

  
P. Christopher Jaensch

4-7-97  
Date

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97 APR - 4 PM 2:55  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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