

P97000057378



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 445369 8948A

AUTHORIZATION : Patricia Pizot

COST LIMIT : \$ 122.50

ORDER DATE : June 27, 1997

ORDER TIME : 10:50 AM

ORDER NO. : 445369-005

200002226662--9

CUSTOMER NO: 8948A

CUSTOMER: Karen Block, Legal Assistant  
JAMES L. CASE, ESQ

Suite 102  
2810 East Oakland Park Blvd.  
Ft. Lauderdale, FL 33306

DOMESTIC FILING

NAME: HBH TIFFANY CORP.

EFFECTIVE DATE:

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: Andrew Cumper

EXAMINER'S INITIALS:

RECEIVED  
97 JUN 30 PM 1:53  
DIVISION OF CORPORATION

844

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ARTICLES OF INCORPORATION  
OF  
HBH TIFFANY CORP.

FILED  
97 JUL 30 AM 9:32  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

HBH TIFFANY CORP.

The address of the principal office of this corporation shall be 22481 Pleasant Park Road, Conifer, Colorado 80433, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Michael Harkey Dir.	2803 West Busch Boulevard, Suite 208 Tampa, Florida 33618
David C. Hennessy Dir.	22481 Pleasant Park Road Conifer, Colorado 80433
Joel Berkowitz Dir.	2115 Knaab Drive Bozeman, Montana 59715

#### ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Michael Harkey Pres.	2803 West Busch Boulevard, Suite 208 Tampa, Florida 33618
David C. Hennessy V.Pres./Sec./Treas.	22481 Pleasant Park Road Conifer, Colorado 80433
Joel Berkowitz V.Pres.	2115 Knaab Drive Bozeman, Montana 59715

#### ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

#### ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

#### ARTICLE X. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Service Company, has hereunto set their hand  
and seal of Corporation Service Company on June 30, 1997.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware  
corporation authorized to transact business in this  
State, having a business office identical with the  
registered office of the corporation named above, and  
having been designated as the Registered Agent in the  
above and foregoing Articles, is familiar with and  
accepts the obligations of the position of Registered  
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

CLD/acp

FILED  
JUL 1 1997  
TALLAHASSEE, FLORIDA