



THE UNITED STATES
CORPORATION
COMPANY

P98000000132

FILED

ACCOUNT NO. : 072100000032

98 JAN -2 AM 11:43

REFERENCE : 652314 80516A

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 30, 1997

ORDER TIME : 8:37 AM

ORDER NO. : 652314-005

CUSTOMER NO: 80516A

CUSTOMER: Carol Carlsen, Legal Asst
KELLEY & HERMAN

400002388024--4
-01/02/98--01004--018
****122.50 ****122.50

Suite 206
1401 East Broward Boulevard
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: BFH PROPERTY MANAGEMENT
COMPANY

EFFECTIVE DATE:

XXXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS: _____

P. Hall

JAN - 2 1998

RECEIVED
98 JAN -2 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FILED

BFH PROPERTY MANAGEMENT COMPANY

98 JAN -2 AM 11:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is BFH PROPERTY MANAGEMENT COMPANY

ARTICLE II

This corporation shall exist in perpetuity.

ARTICLE III

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V

The street address of the initial registered office of this corporation is 1401 E. Broward Blvd., Suite 206, Ft. Lauderdale, FL 33301 and the name of the initial registered agent of this corporation at that address is: Patrick G. Kelley. The principal office of this corporation is located at 1401 E. Broward Blvd., Suite 206, Ft. Lauderdale, FL 33301.

ARTICLE VI

This corporation shall have one (1) 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 (1). The name and address of the initial director of this corporation is:

Benjamin F. Hutto
1401 E. Broward Blvd., #206
Ft. Lauderdale, FL 33301

ARTICLE VII

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

Benjamin F. Hutto
1401 E. Broward Blvd., #206
Ft. Lauderdale, FL 33301

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

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

ARTICLE X

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

ARTICLE XI

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 subscribers have executed these Articles of Incorporation this 8 day of December, 1997.


Benjamin F. Hutto

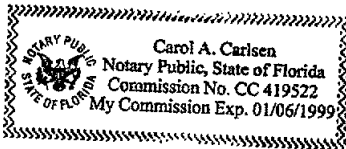
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Benjamin F. Hutto, to me well known and known to me to be the individual described in and who executed the foregoing instrument as subscribed thereto.

WITNESS my hand and official seal this 8 day of December, 1997.


NOTARY PUBLIC

My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT BFH PROPERTY MANAGEMENT COMPANY, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FT. LAUDERDALE, STATE OF FLORIDA, HAS NAMED

PATRICK G. KELLEY
1401 E. BROWARD BLVD., #206
FT. LAUDERDALE, FL 33301

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


BENJAMIN F. HUTTO

ACCEPTANCE

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 PERFORMANCE OF MY DUTIES.


PATRICK G. KELLEY
Registered Agent

FILED
98 JUN -2 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA