

P98000059076

David G. Budd, Esq.

John H. Krueckeberg, Esq.

Richard K. Bennett, Esq.

Robert W. McClure, Esq.

**BUDD, KRUECKEBERG, BENNETT & McCLURE, LLP**

**THE BEASLEY BUILDING**

**SUITE 201**

**3033 RIVIERA DRIVE**

**NAPLES, FLORIDA 34103**

Telephone:

941/263-7700

Telecopier:

941/263-0998

June 30, 1998

Corporate Records Bureau  
Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

500002577715--7  
-07/01/98--01085--010  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re Articles of Incorporation:  
BBC Model Homes, Inc. and  
BBC Sorrento, Inc.

Dear Sir/Madame:

Enclosed please find the original plus one copy of the Articles of Incorporation and the Registered Agent Certificate for the above-captioned corporations together with our checks in the amount of \$122.50 for each filing and certification fee. Please return the certified copies of each to our office.

Thank you for your cooperation.

Sincerely,

*Robert W. McClure*  
Robert W. McClure, Esq.

FILED  
98 JUL -1 PM12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

Enclosures

cc: BBC Capital, Inc. (w/enclosure)

*Dmc*  
*7/2/98*

EFFECTIVE DATE

6-29-98

RWM/rm

**ARTICLES OF INCORPORATION  
OF  
BBC SORRENTO, INC.**

**FILED**

98 JUL -1 PM 12:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

**ARTICLE I  
Corporate Name and Address**

The name of the Corporation is BBC Sorrento, Inc. and the street address of the Corporation is 2054 Trade Center Way, Naples, Florida 34109.

**ARTICLE II  
Corporate Purposes**

**EFFECTIVE DATE**  
6-29-98

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

**ARTICLE III  
Authorized Stock**

The aggregate number of shares of the Corporation shall be 10,000, all of which are to be voting common stock having a par value of Fifty Cents (\$.50) per share.

**ARTICLE IV  
Registered Office and Registered Agent**

The street address of the initial registered office of the Corporation in the State of Florida shall be 3033 Riviera Drive, Suite 201, Naples, Florida 34103. The name of the initial registered agent of the Corporation shall be Robert W. McClure.

**ARTICLE V  
Initial Board of Directors**

The initial Board of Directors of the Corporation shall be comprised of two (2) persons. The names and addresses of the initial Directors are as follows:

Timothy P. Byal  
2054 Trade Center Way  
Naples, Florida 34109

John A. Cervieri Jr.  
8473 Bay Colony Drive, Unit 801  
Naples, Florida 34108

ARTICLE VI  
Incorporator

The name and address of the Incorporator of the Corporation is:

Timothy P. Byal  
2054 Trade Center Way  
Naples, Florida 34109.

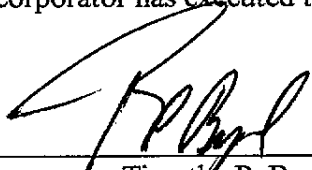
ARTICLE VII  
Commencement of Existence

The Corporation shall be deemed to commence on the date of execution of Articles of Incorporation.

ARTICLE VIII  
Duration


The term of existence of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27 day of June, 1998.

  
\_\_\_\_\_  
Timothy P. Byal

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BBC Sorrento, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Section 607.0501(3), Florida Statutes.

  
\_\_\_\_\_  
Robert W. McClure

Date: June 28, 1998

This Instrument Prepared by and  
upon Recording to be Returned to:  
Robert W. McClure, Esq.  
Budd, Krueckeberg, Bennett & McClure, LLP  
The Beasley Building  
3033 Riviera Drive, Suite 201  
Naples, Florida 34103

**FILED**  
98 JUL -1 PM 12:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA