

LAW OFFICES OF  
**HAYT, HAYT & LANDAU**  
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

GALLOWAY PROFESSIONAL PARK  
7765 S.W. 87TH AVENUE  
SUITE 101  
MIAMI, FLORIDA 33173  
TELEPHONE (305) 661-6660  
FACSIMILE (305) 412-3242

EMANUEL HAYT (1929-1983)  
LILLIAN R. HAYT (1928-1963)

BERNARD D. LANDAU\*  
\*RETIRED

**P98000099795**  
November 10, 1998

Florida Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32315

900002694329--1.  
-11/23/98--01135--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Articles of Incorporation for "DBD Development Corp."  
File Number:

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for "DBD Development Corp with our check in the amount of \$78.75, for filing a new corporation.

If you have any questions or wish to discuss this matter in further detail, please feel free to contact me.

Very truly yours,

HAYT, HAYT & LANDAU

By: Robert J. Orovitz  
Robert J. Orovitz, PA

RJO/eh

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
DBD DEVELOPMENT CORP.

ARTICLE I - NAME

The name of the Corporation is DBD DEVELOPMENT CORP. The principal place of business of this corporation shall be 7765 SW 87 Avenue, Suite 101, Miami, Florida 33173.

ARTICLE II - DURATION

The corporation is to exist perpetually.

ARTICLE III - PURPOSE

The corporation is organized for specific purpose of real estate development and for such other lawful purposes as are permitted under Chapter 607 of the Florida Statutes governing corporations.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7765 SW 87 Ave, Suite 101, Miami, Fl 33173, and the name of the initial registered agent at that address is ROBERT J. OROVITZ.

ARTICLE VI - EXERCISE OF CORPORATE POWERS

All corporate powers of this corporation shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed by the shareholders.

ARTICLE VII - INCORPORATORS

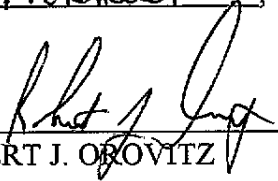
The name and address of the person signing these Articles is:

ROBERT J. OROVITZ  
7765 SW 87 Ave, Suite 101  
Miami, FL 33173

ARTICLE VIII - 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.

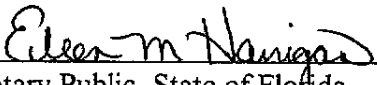
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation and subscribe thereto the 17 day of November, 1998.

  
\_\_\_\_\_  
ROBERT J. OROVITZ  
Incorporator

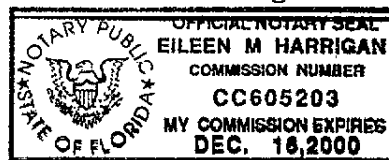
STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared ROBERT J. OROVITZ, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid.

  
Notary Public, State of Florida  
at Large

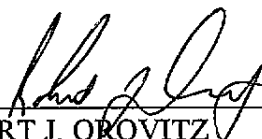
My commission expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named as the registered agent in these Articles of Incorporation at the place therein designated, I hereby accept to act in this capacity, and agree to comply with the provisions of law of the State of Florida relative to keeping open said office.

Dated this 17 day of November, 1998.

  
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ROBERT J. OROVITZ  
Registered Agent

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
98 NOV 23 AM 9:30

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