

FRANKLIN T. BAKER *FTB*
2832 Arbutus
Naples, Florida 34142

P99000061939

May 24, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

300002896863--1
-06/07/99--01126--004
*****78.75 *****78.75

Re: BDF Properties, Inc.

Dear Sir/Madam:

Enclosed please find, for filing, Articles of Incorporation of **BDF Properties, Inc.** Also enclosed is a check in the amount of \$78.75, payable to the Florida Department of State representing the filing fee.

Should there be any problem regarding the foregoing, please contact me at the above address.

Thank you for your attention to this matter.

Sincerely,

Franklin T. Baker *FTB*

Franklin T. Baker *FTB*

FTB:dc
Encl.

FILED
99 JUL 13 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 9, 1999

FRANKLIN T. BAKER III
2832 ARBUTUS
NAPLES, FL 34142

SUBJECT: BDF PROPERTIES, INC.
Ref. Number: W99000013451

We have received your document for BDF PROPERTIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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 (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 699A00031183

**ARTICLES OF INCORPORATION
OF
BDF PROPERTIES, INC.**

FILED

99 JUL 13 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FIRST: The name of the Corporation is **BDF PROPERTIES, INC.** (the "Corporation").

SECOND: The principal office address and mailing address of the Corporation is: ²⁷⁶⁴~~2832~~ Arbutus, Naples, Florida 34142.

THIRD: The Corporation is authorized to issue 7,500 shares of common stock, par value \$1.00 per share.

FOURTH: The street address of the initial registered office of the Corporation is: ²⁷⁶⁴~~2832~~ Arbutus, Naples, Florida 34142, and the registered agent at that address is: Franklin T. Baker. FTB

FIFTH: The name and address of the incorporator of the Corporation is: Franklin T. Baker, ²⁷⁶⁴~~2832~~ Arbutus, Naples, Florida 34142.

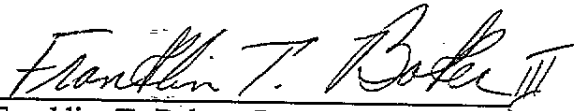
SIXTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

SEVENTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

EIGHTH: The corporate existence of the Corporation shall commence on May 27, 1999.

NAME OF PREPARER:
FRANKLIN T. BAKER
2832 ARBUTUS
NAPLES, FLORIDA 34142

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of May, 1999.


Franklin T. Baker, Incorporator

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Franklin T. Baker, Registered Agent

FILED

99 JUL 13 AM 8:56

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**