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FLORIDA PROFIT CORPORATION OR P.A.

babcock-bell development, inc.

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ARTICLES OF INCORPORATION

④

OF

BABCOCK-BELL DEVELOPMENT, INC.

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

- FIRST: The name of the Corporation is BABCOCK-BELL DEVELOPMENT, INC. (the "Corporation").
- SECOND: The street address of the initial principal office and mailing address of the Corporation is 1773 Northwest 79th Avenue, Miami, Florida 33126.
- THIRD: The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 1773 Northwest 79th Avenue, Miami, Florida 33126 and the name of the registered agent is: Calvin H. Babcock.
- FIFTH: The name and address of the incorporator of the Corporation is: Anna Salgado, Broad and Cassel, Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have three directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors of the Corporation are:

Calvin H. Babcock
1773 Northwest 79th Avenue
Miami, Florida 33126

THIS DOCUMENT PREPARED BY:
THOMAS J. PALMIERI, P.A.
BROAD AND CASSEL
FL BAR NO. 242047
201 S. Biscayne Boulevard, Suite 3000
Miami, Florida 33131
(305) 373-9400

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J. Edwin Bell
1773 Northwest 79th Avenue
Miami, Florida 33126

Wayne S. Schuchts
1773 Northwest 79th Avenue
Miami, Florida 33126

EIGHTH: The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of August, 1999.



Anna Salgado, Incorporator

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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.


Calvin H. Babcock, Individually

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