

P99000105699

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000031041 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH)
Account Number : 076117000420
Phone : (561) 650-0728
Fax Number : (561) 655-5677

FILED
99 DEC -7 AM 11:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FLORIDA PROFIT CORPORATION OR P.A.**Bernstein Isle Verde Corp.**

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

Electronic Filing Menu**Corporate Filing****Public Access Help**

H99000031041 9

**ARTICLES OF INCORPORATION
OF
BERNSTEIN ISLE VERDE CORP.**

Article I

Name

The name of the corporation is Bernstein Isle Verde Corp.

Article II

Duration

The corporation shall have a perpetual existence.

Article III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business of the corporation shall be:

c/o SBA, Inc.
One Town Center Road
Boca Raton, FL 33486

The mailing address of the corporation shall be:

c/o SBA, Inc.
One Town Center Road
Boca Raton, FL 33486

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC -7 AM 11:29

FILED

H99000031041 9

H99000031041 9

Article V

Capital Stock

The corporation is authorized to issue One Thousand (1,000) shares of Ten Cents (\$0.10) par value per share common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 777 S. Flagler Drive, Suite 500E, West Palm Beach, Florida 33401, and the name of the initial registered agent of the corporation at that address is Valdes-Fauli Corporate Services, Inc. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

Article VII

Initial Board of Directors

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

Steven E. Bernstein	c/o SBA, Inc.
	One Town Center Road
	Boca Raton, FL 33486

H99000031041 9

Article VIII

Incorporator

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

John C. Rau, Esq.
151 Royal Palm Way
Palm Beach, FL 33480

Article IX

Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Indemnification

Provided the person proposed to be indemnified is not shown to have not satisfied the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as may be amended from time to time, the corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of

H99000031041 9

any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The indemnification provided herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, the personal and other legal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

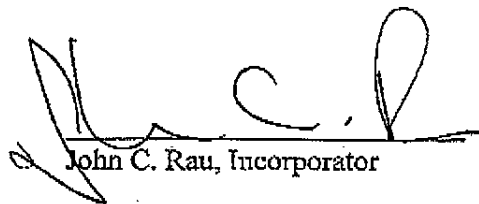
Amendment

The 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 shareholder(s) is subject to this reservation.

Article XII

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.



John C. Rau, Incorporator

DATED: December 6 1999

H99000031041 9

H99000031041 9

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

FOR

BERNSTEIN ISLE VERDE CORP.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, Valdes-Fauli Corporate Services, Inc. hereby accepts the appointment as registered agent and agrees to act in this capacity. Valdes-Fauli Corporate Services, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and it is familiar with and accept the obligations of its position as registered agent.

Dated: December 7, 1999

REGISTERED AGENT:

Valdes-Fauli Corporate Services, Inc.

By: Michael V. Mitrione

Name: Michael V. Mitrione, Vice President

462449.1

FILED
99 DEC -7 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H99000031041 9