

P99000107970

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.**

(((H99000031862 8)))

**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 : BROAD AND CASSEL - MIAMI  
Account Number : I19990000191  
Phone : (305) 373-9448  
Fax Number : (305) 995-6410

*Anna Salgado*

**FLORIDA PROFIT CORPORATION OR P.A.**

**BERCOHILL, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC 14 PM 4:18

Electronic Filing Menu

Corporate Filing

Public Access Help

H99000031862 8

**ARTICLES OF INCORPORATION  
OF  
BERCOHILL, INC.**

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

**ARTICLE I  
NAME**

The name of the corporation (hereinafter referred to as the "Corporation") is BERCOHILL, INC.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal office of the Corporation is c/o Forbes Management, 2600 Southwest 3<sup>rd</sup> Avenue, Penthouse, Miami, Florida 33129, or in any other city in the State of Florida designated by the Board of Directors from time to time.

**ARTICLE III  
REGISTERED AGENT**

The name of the Corporation's registered agent in the State of Florida is B & C Corporate Services, Inc., and the address of the Corporation's registered office is 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

**ARTICLE IV  
INCORPORATOR**

The name and address of the incorporator of the Corporation is: David A. Freedman, Broad and Cassel, Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

THIS DOCUMENT PREPARED BY:  
DAVID A. FREEDMAN, P.A.  
BROAD AND CASSEL  
FL BAR NO. 161817  
201 S. Biscayne Boulevard, Suite 3000  
Miami, Florida 33131  
(305) 373-9400

H99000031862 8

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC 14 PM 4:18

H99000031862 8

**ARTICLE V  
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI  
TERM**

The Corporation shall have perpetual existence.

**ARTICLE VII  
CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.

**ARTICLE VIII  
DIRECTORS**

The Corporation shall have two 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 name and address of the initial director is:

Erich Altaba  
Forbes Management  
2600 S.W. 3<sup>rd</sup> Avenue  
Penthouse  
Miami, Florida 33129

Christian Altaba  
Forbes Management  
2600 S.W. 3<sup>rd</sup> Avenue  
Penthouse  
Miami, Florida 33129

**ARTICLE IX  
INDEMNIFICATION**

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

H99000031862 8

DEC-14-99 TUE 03:24 PM BROAD & CASSEL

FAX NO. 3053739443

P. 04/05

H99000031862 8

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 14th day of December, 1999.



\_\_\_\_\_  
David A. Freedman, Incorporator

H99000031862 8

H99000031862 8

**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.

**B & C CORPORATE SERVICES, INC., a  
Florida corporation**

By: Anna Salgado  
Anna Salgado, Vice President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 DEC 14 PM 4:18

H99000031862 8