

CCRS

103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

P00000094620

CONTACT: CINDY HICKS

DATE: 10-6-00

000003416730--4  
-10/06/00--01044--014  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

REF. #: 0150.13332

CORP. NAME: TRG-RIVIERA DEVELOPMENT  
CORP.

- |                                                               |                                                 |                                                  |
|---------------------------------------------------------------|-------------------------------------------------|--------------------------------------------------|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                        | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION                | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                        | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION          | <input type="checkbox"/> UCC-1                  | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER:                               |                                                 |                                                  |

STATE FEES PREPAID WITH CHECK# 9011 FOR \$ 87.50

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- ☒ CERTIFIED COPY ☒ CERTIFICATE OF GOOD STANDING  
☐ CERTIFICATE OF STATUS

☐ PLAIN STAMPED COPY

Examiner's Initials

T. SMITH OCT 06 2000

FILED  
00 OCT -6 PM 2:06  
RECEIVED  
00 OCT -6 AM 10:21  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
TRG-RIVIERA DEVELOPMENT CORP.**

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00 OCT - 6 PM 2:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is **TRG-RIVIERA DEVELOPMENT CORP.** (the "Corporation").

**ARTICLE II - ADDRESS**

The address of the principal office and the mailing address of the Corporation is 2828 Coral Way, Penthouse Suite, Miami, Florida 33145.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<b><u>Number of Shares Authorized</u></b>	<b><u>Par Value Per Share</u></b>	<b><u>Class of Stock</u></b>
1,000	\$ 0.01	Common

The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors of the corporation, equivalent to or greater than the full par value of the shares.

**ARTICLE V - INITIAL REGISTERED  
OFFICE AND AGENT**

The street address of the Corporation's initial registered office is 2828 Coral Way, Penthouse Suite, City of Miami, County of Dade, State of Florida 33145, and the name of

its initial registered agent at such office is Roberto S. Rocha.

#### **ARTICLE VI - COMMENCEMENT**

The Corporation shall commence on September 13, 2000.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of the Corporation shall be comprised of one person. The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The name and address of the sole member of the initial Board of Directors of the Corporation, who will serve as the Corporation's director until successors are duly elected and qualified is:

Jorge M. Perez  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145

#### **ARTICLE VIII - INCORPORATOR**

The name of the Incorporator is Roberto S. Rocha, and the address of the Incorporator is 2828 Coral Way, Penthouse Suite, Miami, Florida 33145.

#### **ARTICLE IX - BYLAWS**

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

#### **ARTICLE X - INDEMNIFICATION**

This Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

#### **ARTICLE XI - AMENDMENT**

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles of Incorporation may confer upon the Corporation may be modified by or cancelled by a vote of the shareholders to amend or repeal said Articles of Incorporation.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 13th day of September, 2000.

  
\_\_\_\_\_  
Roberto S. Rocha, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of TRG-RIVIERA DEVELOPMENT CORP. in the foregoing Articles of Incorporation, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
\_\_\_\_\_  
Roberto S. Rocha

Dated: September 13, 2000

FILED  
00 OCT -6 PM 2:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA