

TRANSMITTAL LETTER

P00000097679

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SHORESIDE GUEST SERVICES, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

300003425843--1
-10/16/00--01091--002
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED
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FROM: D. Frank Rodriguez
Name (Printed or typed)

9050 Pines Boulevard, Suite 370
Address

Hollywood, FL. 33024
City, State & Zip

(954) 296-2022
Daytime Telephone number

FILED
00 OCT 16 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. Burch OCT 16 2000

STATE OF
FLORIDA
ARTICLES OF INCORPORATION
OF
SHORESIDE GUEST SERVICES, INC.
A BUSINESS/STOCK CORPORATION

FILED
00 OCT 16 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the corporation is SHORESIDE GUEST SERVICES, INC.

The business and mailing address of the corporation is 9050 Pines Boulevard, Suite 370, Hollywood, Florida 33024.

The duration of the corporation is perpetual.

The corporation has been organized to transact any and all lawful business for which corporations may be incorporated in this state.

The aggregate number of shares, which the corporation shall have the authority to issue, is 1,000,000 and the par value of each shall be "no par value".

The number of directors constituting the initial board of directors of the corporation is four, and their names and addresses are:

Guillermo Garcia, Jr., 10330 SW 37th Street, Miami, Florida 33165
D. Frank Rodriguez, 2681 West Abiaca Circle, Davie, Florida 33328
Jackie L. Schulman, 9050 Pines Boulevard, Suite 370, Hollywood, Florida 33024
Alba Polledri, 300 Biscayne Boulevard, Suite 622, Miami, Florida 33131

The location and street address of the initial registered office is 9050 Pines Boulevard, Suite 370, Hollywood, Broward County, Florida 33024 and the name of its initial registered agent at such address is D. Frank Rodriguez.

The name and address of each incorporator:

Guillermo Garcia, Jr., 10330 SW 37th Street, Miami, Florida 33165
D. Frank Rodriguez, 2681 West Abiaca Circle, Davie, Florida 33328
Jackie L. Schulman, 9050 Pines Boulevard, Suite 370, Hollywood, Florida 33024
Alba Polledri, 300 Biscayne Boulevard, Suite 622, Miami, Florida 33131

In witness thereof, the undersigned incorporator(s) have executed these articles of incorporation this 11th day of October, 2,000.

Cheryl Violante
Witness

[Signature]
Incorporator

Cheryl Violante
Witness

[Signature]
Incorporator

Cheryl Violante
Witness

[Signature]
Incorporator

Cheryl Violante
Witness

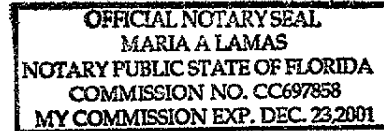
[Signature]
Incorporator

State of Florida
County of Broward

On October 11th, 2,000, the above person(s) appeared before me, a notary public and are personally known or proved to me to be the person(s) whose name(s) are subscribed to the above instrument who acknowledged that they executed the instrument.

[Signature]
Notary

(Notary Stamp or Seal)



This document prepared by: D. Frank Rodriguez

Consent of Appointment by the Registered Agent

I, D. Frank Rodriguez, hereby give my consent to serve as the registered agent for Shoreside Guest Services, Inc. Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated October 11th, 2,000.

[Signature]
(Signature of registered agent)