

Charter Number Only

FD1000036076

Membrilla & Associates

Requestor's Name

182 N.W. 42 Ave #433

Address

Miami, FL 33126

City

State

ZIP

Phone

(305)446-4006A

REGISTRATION ONLY

500003983995--1

-04/10/01--01026--008

*****78.75 *****78.75

CORPORATION(S) NAME

Summer Fun Club, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 10 AM 11:04

FILED

Profit
 NonProfit

Amendment

Merger

Foreign

Dissolution

Mark

Limited Partnership

Annual Report

Other

Reinstatement

Reservation

Change of Registered Agent

Certified Copy

Photo Copies

Certificate Under Seal

Call When Ready

Call If Problem

After 4:30

Walk In

Will Wait

Pick Up

Mail Out

Name	
Availability	
Document	
Examiner	
Update	
Verifier	
Acknowledgment	
W.P. Verifier	

Certified copy

01 APR 10 AM 9 30
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

ARTICLE OF INCORPORATION
OF

FILED
01 APR 10 AM 11:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND UNDER THE STATUTE OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF INCORPORATING FOR PROFIT, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE

THE NAME OF THE CORPORATION: SUMMER FUN CLUB, INC.

ARTICLE TWO

THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED ARE:
1. TO TRANSACT ANY LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT, AND ENGAGE IN ANY OTHER TRADE OR BUSINESS WITH CAN, BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH OR AUXILIARY TO THE FOREGOING BUSINESS.
2. TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FORGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE THREE

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS 100 SHARES OF COMMON STOCK. SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$1.00

ARTICLE FOUR

THE PLEDGE, SALE, TRANSFER OR OTHER DISPOSITION OF THE CAPITAL STOCK MAY BE GOVERNED AND RESTRICTED BY THE BY-LAWS FOR WRITTEN AGREEMENT AMONGST THE STOCKHOLDERS WHICH SHALL BE ON FILE IN THE OFFICE OF THE OFFICES OF THE CORPORATION SO NAMED IN ARTICLE SEVEN HEREIN.

THE BY-LAWS MAY PROVIDE FOR CUMULATIVE VOTING BY STOCKHOLDERS AT ALL ELECTIONS OF THE DIRECTORS OF THE CORPORATION.

ARTICLE FIVE

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION MAY BEGIN BUSINESS SHALL NOT BE LESS THAN ONE HUNDRED (\$100.00) DOLLARS.

ARTICLE SIX

THE EXISTENCE OF THE CORPORATION IS PERPETUAL.

ARTICLE SEVEN

THE INITIAL ADDRESS AND REGISTERED OFFICES OF THE CORPORATION IN THE STATE OF FLORIDA SHALL BE: 5005 COLLINS AVENUE SUITE 411 MIAMI BEACH, FLORIDA 33140.

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICES TO ANY OTHER ADDRESS WITHIN THE STATE OF FLORIDA. THE REGISTERED AGENT IS: YSSET E. HIDALDO ADDRESS: 5005 COLLINS AVENUE SUITE 411 MIAMI BEACH, FL 33140.

ARTICLE EIGHT

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN (2) NO MORE THAN (5) DIRECTORS. A QUORUM FOR THE HOLDING OF A MEETING OF THE BOARD OF DIRECTORS, AND FOR THE TRANSACTION OF ANY BUSINESS PROPERLY CARRIED OUT BY THE DIRECTORS ON BEHALF OF THE CORPORATION, SHALL CONSIST OF A MAJORITY OF THE MEMBERS THEREOF. BUT, THE DIRECTORS, BY UNANIMOUS CONSENT IN WRITING, INCLUDED IN THE MINUTES OF THE CORPORATION, MAY CONSENT TO THE DOING OF ANY ACT AND SUCH CONSENT IN WRITING SHALL HAVE THE SAME FORCE AND EFFECT AS THOUGH A FORMAL MEETING HAD BEEN HELD PURSUANT TO CALL BEING DULY MADE AND AS THOUGH THE SAID ACT HAD BEEN COMPLETED AND AUTHORIZED AT A MEETING AT WHICH A QUORUM HAD BEEN PRESENT, AND /OR SUCH DUTIES MAY BE DELEGATED TO AN "EXECUTIVE COMMITTEE".

ARTICLE NINE

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS AS FOLLOWS. THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS:

PRESIDENT: YSSET E. HIDALGO 5005 COLLINS AVE MIAMI BEACH
SECRETARY: YSSET E. HIDALGO 5005 COLLINS AVE MIAMI BEACH
TREASURER: YSSET E. HIDALGO 5005 COLLINS AVE MIAMI BEACH
VICE-PRES.: YSSET E. HIDALGO 5005 COLLINS AVE MIAMI BEACH

ARTICLE TEN

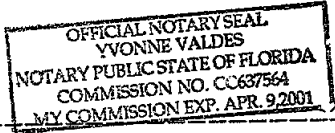
THE NAME AND ADDRESS OF THE SUBSCRIBERS TO THE ARTICLES OF INCORPORATION, AND THE NUMBER OF SHARES OF STOCK THAT THEY AGREE TO TAKE ARE AS FOLLOWS:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>SHARES/CASH VALUE</u>
YSSET E. HIDALGO	5005 COLLINS AV. #411	100/\$100

ARTICLE ELEVEN

THE STOCK OF THE CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS UNDER 1244 OF THE INTERNAL REVENUE CODE IN ORDER FOR THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS THEREUNDER.

IN WITNESS WHEREOF: WE HAVE HEREUNTO SET OUR HANDS AND SEALS THIS 1ST DAY OF APRIL, 2001.



(SEAL)

(SEAL)

(SEAL)

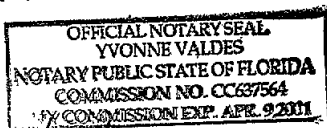
STATE OF FLORIDA
COUNTY OF MIAMI DADE

I HEREBY CERTIFY THAT ON THIS DAY PERSONALLY APPEARED BEFORE ME, AN OFFICER DULY AUTHORIZED TO TAKE ACKNOWLEDGEMENTS AND ADMINISTER OATHS IN THE STATE OF FLORIDA, YSSET E. HIDALGO TO ME WELL KNOWN TO BE THE PERSONS DESCRIBED IN AN WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AN WHO ACKNOWLEDGED BEFORE ME THAT HE/SHE/THEY EXECUTED FREELY AND VOLUNTARILY FOR THE PURPOSE THEREIN EXPRESSED.

IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND COUNTY ABOVE, ON 1ST DAY OF APRIL, 20001

Yvonne Valdes Yvonne Valdes

NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES 4/9/01



ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

**SIGN
HERE**



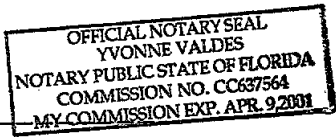
Ysset Hidalgo

REGISTERED AGENT
Ysset E. Hidalgo

STATE OF FLORIDA
COUNTY OF MIAMI DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENT IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED YSEET E. HIDALGO, KNOW TO BE AND KNOW BY ME TO EXECUTED THE FOREGOING ACCEPTANCE BY REGISTERED AGENT, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THAT ACCEPTANCE ON 1ST DAY OF APRIL, 2001.

Yvonne Valdes



NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES 4/9/01

STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS

THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH CHAPTER 48.091, FLORIDA STATUTES:

SUMMER FUN CLUB, INC.

A CORPORATION ORGANIZED (OR ORGANIZING) UNDER THE LAWS FOR THE STATE OF FLORIDA WITH IN ITS PRINCIPAL OFFICE AT 5005 COLLINS AVENUE SUITE 411 MIAMI BEACH, FLORIDA 33140

HAS NAMED YSSET E. HIDALGO, LOCATED AT 5005 COLLINS AVENUE SUITE 411 MIAMI BEACH Miami-Dade County AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

OFFICERS:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
<u>YSSET E. HIDALGO</u>	(P)	<u>5005 COLLINS AVE. MIAMI BEACH</u>
<u>YSSET E. HIDALGO</u>	(S)	<u>5005 COLLINS AVE. MIAMI BEACH</u>
<u>YSSET E. HIDALGO</u>	(T)	<u>5005 COLLINS AVE. MIAMI BEACH</u>
<u>YSSET E. HIDALGO</u>	(V)	<u>5005 COLLINS AVE. MIAMI BEACH</u>

DIRECTOR(S):

<u>NAME</u>	<u>ADDRESS</u>
<u>YSSET E. HIDALGO</u>	<u>5005 COLLINS AVE. MIAMI BEACH FL.</u>

By:

Ysset Hidalgo
(CORPORATE OFFICER)

ACCEPTANCE:

I AGREE AS RESIDENT AGENT TO ACCEPT SERVICE OF PROCESS, TO KEEP OFFICE OPEN DURING PRESCRIBED HOURS; TO POST MY NAME (AND ANY OTHER OFFICERS OF SAID CORPORATION AUTHORIZED TO ACCEPT SERVICE OF PROCESS AT THE ABOVE FLORIDA DESIGNATED ADDRESS) IN SOME CONSPICUOUS PLACE IN OFFICE AS LAW REQUIRES.

Ysset Hidalgo
(RESIDENT AGENT)
YSSET E. HIDALGO

01 APR 10 AM 11:04
FILED
SECRET
TALLAHASSEE
DEPT. OF STATE
FLORIDA