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FLORIDA PROFIT/NON PROFIT CORPORATION  
RI BAYSHORE, INC.

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**ARTICLES OF INCORPORATION  
OF**

**RI BAYSHORE, INC.**

**ARTICLE I - NAME**

The name of the Corporation (the "Corporation") is RI BAYSHORE, INC.

**ARTICLE II - ADDRESS**

The principal address and mailing address of the Corporation is:

201 South Biscayne Boulevard  
Suite 1500 (LAD)  
Miami, Florida 33131

**ARTICLE III - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE IV - PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE V - CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares." Of the Common Shares, 5,000 shares shall be Class A Voting Shares (the "Class A") and 5,000 shares shall be Class B Non-Voting Shares (the "Class B"). The rights, preferences and privileges of the Class A and Class B shall be identical, except that the Class B shall not be entitled to vote on any matter required to be approved by, or submitted for approval of, shareholders.

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

The name and address of the initial registered agent of the Corporation are:

Corporation Company of Miami  
201 South Biscayne Boulevard  
Suite 1500 (LAD)  
Miami, Florida 33131

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**ARTICLE VII - INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE VIII - INCORPORATOR**

The name of the person signing these Articles of Incorporation is Luis A. de Armas, and his address is 201 South Biscayne Boulevard, Suite 1500, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 16th day of March, 2012.




Luis A. de Armas, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

*Having been named to accept service of process for the above stated corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his/her/its duties.*

Date: March 16, 2012

CORPORATION COMPANY OF MIAMI

By: 

Cavell J. Anderson, Assistant Secretary