H01338

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _______ Certificates of Status _______

Special Instructions to Filing Officer:

Office Use Only

100317403181

H01338

April 24, 1984

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

Re: Sonesta Bougainville, Inc.

Gentlemen:

Enclosed herewith please find original and one copy of Articles of Incorporation of Sonesta Bougainville, Inc., along with our check in the amount of $63.00 to cover the cost of filing fees as follows:

Certified Copy	$15.00
Filing Fee	15.00
Charter Tax	30.00
Resident Agent	3.00
	$63.00

When these articles have been approved and accepted, will you please certify the enclosed copy and return it to me.

If you have any questions, please call me.

FILED
APR 30 11 45 AM '84

Very truly yours,

Martin E. [illegible], P.A.

MCM
5-26-84
SRZ
SRZ
SRZ
SRZ
SRZ

MES:da
Enclosures

EFFECTIVE DATE

FILED
APR 30 11 05 AM '84
SECRETARY OF STATE
EFFECTIVE DATE

ARTICLES OF INCORPORATION

OF

SONESTA BOUGAINVILLE, INC.

The undersigned incorporators, persons or entities authorized under Florida Statutes Section 607.161, hereby form a corporation under the laws of the state of Florida.

ARTICLE I

NAME

The name of this corporation is SONESTA BOUGAINVILLE, INC.

ARTICLE II

PURPOSE

The corporation is organized for the transaction of any or all lawful business for which corporations may be incorporated under the laws of the state of Florida.

ARTICLE III

CAPITAL STOCK

The aggregate number of shares of stock which this corporation is authorized to issue is five hundred (500) shares of common stock with a par value of One Dollar ($1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually from the date these articles are subscribed subject to the provisions of Florida Statutes Section 607.167.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 150 Southeast Second Avenue, Suite 300, Miami, Florida 33131, and the name of the initial registered agent of this corporation at this address is Suite 300, Inc. The registered agent shall also serve as resident agent pursuant to Florida Statutes Section 48.091.

ARTICLE VI

DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be changed from time to time in accordance with bylaws adopted by the directors, but the number shall never be less than one (1). The names and street addresses of the initial directors of the corporation are:

Sophronia Rachor
150 Southeast Second Avenue, Suite 300
Miami, Florida 33131

Donna M. Arzola
150 Southeast Second Avenue, Suite 300
Miami, Florida 33131

Gail Horn
150 Southeast Second Avenue, Suite 300
Miami, Florida 33131

ARTICLE VII

INCORPORATORS

The names and street addresses of the incorporators are:

Sophronia [illegible]
150 Southeast Second Avenue, Suite [illegible]
Miami, Florida 33131

Donna M. A[illegible]
150 Southeast Second Avenue, Suite [illegible]
Miami, Florida 33131

Gail Horn
150 Southeast Second Avenue, Suite [illegible]
Miami, Florida 33131

ARTICLE VIII

ASSIGNMENT OF SUBSCRIPTION RIGHTS

The original incorporators of the corporation shall have the right upon its organization, to assign and deliver their subscriptions of stock to any other persons, firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators and assume and carry out all the rights, liabilities and duties entailed by said subscriptions, subject to the laws of the state of Florida and the execution of the necessary instruments.

ARTICLE IX

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X

CUMULATIVE VOTING

At each election for directors, cumulative voting as set forth in Florida Statutes Section 607.097(4) shall be allowed, provided ten (10) days' notice in writing be given the secretary of the corporation by the shareholder desiring cumulative voting.

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this 24th day of April, 1984.

Sophronia Rachor
Sophronia Rachor

Donna M. Arzola
Donna M. Arzola

Gail Horn
Gail Horn

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

24 The foregoing instrument was acknowledged before me this day of April, 984, by SOPHRONIA RACHOR, DONNA M. ARZOLA and GAIL HORN.

Joanne B Calafiura
Notary Public
State of Florida at Large

(SEAL)

My Commission expires:

Notary Public, State of Florida at Large
My Commission Expires December 17, 1985

FILED

ACCEPTANCE BY REGISTERED AGENT: Apr 30 11 46 AM '84

SECRETARY OF STATE
TALLAHASSEE

Having been named to accept service of process for the above named corporation at the place designated in these Articles, I hereby accept this appointment and agree to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.

SUITE 300, INC.

By: Sophronia Rachor
Sophronia Rachor,
President

1985

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $20 Required — Make Checks Payable To Secretary of State

SONESTA BOUGAINVILLE, INC.
C/O SUITE 300, INC.
300 S.E. 2ND AVENUE, SUITE 300
MIAMI, FL 33131

Date Incorporated or Qualified To Do Business: 04/30/1984 59-2421631

6 Names and Street Addresses of Officers and Directors

	Names of Officers and Directors	Title	Street Address	City, State
1	XXXXXXXXXXXXXXXXXXXXX	XXXX	XXXXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXX
2	XXXXXXXXXXXXXXXXXXXXX	XXXX	XXXXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXX
3	XXXXXXXXXXXXXXXXXXXXX	XXXX	XXXXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXX
4	SONNABEND, ROGER P	C/D	200 Clarendon Street	Boston, MA
	SONNABEND, STEPHEN	P/D	"	"
	DUANE, JOHN J.	V/T/D	"	"
5	OWEN, BRIAN T.	S/D	"	"
6	FOSTER, JOHN A.	AS	"	"

Registered Agent Information

7 Name and Address of Current Registered Agent	8 Name and Address of New Registered Agent
CT Corporation SUITE 300, INC. 300 S.E. 2ND AVENUE SUITE 300 MIAMI, FL 33131	Name Street Address City, State and Zip Code

9 Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors.

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE ______________________
(Registered Agent Accepting Appointment)

$3.00 additional fee required for Registered Agent changes.

10 See signature restrictions under instructions on reverse side

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607, F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath. (Officer signing must be listed in Block 5)

Signature: [signature] Date: 4/2/85

Typed Name of Signing Officer: John J. Duane | Title: Vice President | Telephone No.: (617) 421-5400

11 Should you desire a certificate of status check the box ☐

$5 additional fee required for a Certificate of Status

BEASLEY, OLLE & DOWNS

H01338

July 23, 198[illegible]

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Sonesta Bougainville, Inc.

Gentlemen: Name Change

Enclosed for filing with the Department of State is the Article of Amendment to the Articles of Incorporation for Sonesta Bougainville, Inc. changing its name to Sonesta Sanibel Harbour Corporation. Also enclosed is a check in the amount of $30.00 made payable to the Secretary of State for the following:

Filing Fee	$15.00
One Certified Copy	15.00
	$30.00

FILED
1985 JUL 31 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please acknowledge receipt of this filing by stamping the enclosed copy of this letter and returning the same to me in the enclosed self-addressed stamped envelope.

Sincerely,

Margaret O'D. Ryder
Legal Assistant

MOR:ed
Enclosures
cc: John J. Duane
Hany Gabriel

Name Availability CE 7-31-85
Document Examiner AOH 19 IL
Updater
Updater Verifyer
Acknowledgement
W. P. Verifyer

FILED
85 JUL 31 PM 4:53
SEC... TALL... ...

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
SONESTA BOUGAINVILLE, INC.

Pursuant to the provisions of Section 607.181 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is Sonesta Bougainville, Inc.

2. The following amendment of the Articles of Incorporation was adopted by the Sole Shareholder of the Corporation on July 23, 1985, in the manner prescribed by Section 607.394 of the Florida General Corporation Act:

"Article I

Name

The name of the Corporation shall be Sonesta Sanibel Harbour Corporation."

3. The number of shares of the Corporation outstanding at the time of adoption was 500 shares of common stock, $10.00 par value, and the number of shares entitled to vote thereon was 500 shares.

Dated: July 23, 1985

Sonesta Bougainville, Inc.

By: [signature]
Stephen Sonnabend,
President

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

Before me, the undersigned authority, personally appeared Stephen Sonnabend, who is well known to me to be the person described in and who subscribed the above Articles of Amendment to the Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Miami, in said County and State this 23rd day of July, 1985.

Tracy Lee Henricne
Notary Public,
State of Florida

My commission expires: [illegible] JULY 29, 1988

CORPORATION

ANNUAL REPORT

1986

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $20 Required — Make Checks Payable To Secretary of State

Name and Address of Corporation Principal Office HC1338

Sonesta Sanibel Harbour, Corp.*
200 Clarendon Street
John Hancock Tower
Boston, MA 02116

*In name change only. Formerly, Sonesta Bougainville, Inc.

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code

3 Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

Date Incorporated or Qualified To Do Business in Florida 4-30-84

4 Federal Employer Identification Number (FEIN) 59-2421633

5 Date of Last Report

Names and Street Addresses of Each Officer and Director as of December 31, 1985

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT List Post Office Box Numbers)	City and State
SONNABEND, ROGER P.	C/D	200 Clarendon Street	Boston, MA 02116
SONNABEND, STEPHEN	P/D	"	"
DUNNE, JOHN J.	V/T/D	"	"
OWEN, BRIAN T.	S/D	"	"
FOSTER, JOHN A	AS	"	

REGISTERED AGENT INFORMATION

7 Name and Address of Current Registered Agent	8 Name and Address of New Registered Agent
CT Corporation Suite 300, 150 S.E. 2ND Avenue Miami, FL 33131	Name 61: CT Corporation Systems Street Address (Do NOT Use P.O. Box Number) 62: 8751 West Broward Blvd. City and State 63: Plantation FL. Zip Code 64: 33324

9 Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on May 28, 1985

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE (signature) DATE 3/12/86
(Registered Agent Accepting Appointment)

10 See signature restrictions under instructions on reverse side of this form

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath. *Officer signing must be listed in Block 6

Signature		Date 5/6/86
Typed Name of Signing Officer: John Foster	Title: Assistant Secretary	Telephone Number: (617) 421-5448

11 Should you desire a certificate of status, check the box

CERTIFICATE OF STATUS DESIRED ☐

CR2FO34 (1-86)

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1, 1987

CORPORATION

ANNUAL REPORT

1987

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

1 Name and Address of Corporation Principal Office

H01338 3
SONESTA SANIBEL HARBOUR CORPORATION
JOHN HANCOCK TOWER
200 CLARENDON ST.
BOSTON, MA 02116

2 Enter Change of Address of Corporation Principal Office

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

3 Date Incorporated or Qualified To Do Business in Florida: 04/24/1984

4 Federal Employer Identification Number FEI: 59-2421633

5 Date of Last Report: 05/09/1986

6 Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address of Each Officer and Director	City and State
SONNABEND, ROGER P.	C/D	200 CLARENDON STREET	BOSTON, MA
SONNABEND, STEPHEN	P/D	200 CLARENDON STREET	BOSTON, MA
DURNE, JOHN J.	V/T/D	200 CLARENDON STREET	BOSTON, MA
OLDN, BRIAN T.	S/D	200 CLARENDON STREET	BOSTON, MA
FOSTER, JOHN A.	A/S	200 CLARENDON STREET	BOSTON, MA

7 Name and Address of Current Registered Agent

C T CORPORATION SYSTEMS
8751 WEST BROWARD BOULEVARD)
PLANTATION, FLORIDA 33324

8 Name and Address of New Registered Agent

Name 81

Street Address 82

Street Address 83

City and State 84 FL Zip Code 85

9 Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation ... submits this statement for the purpose of changing its registered office or registered agent or both in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment of registered agent ... familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE ______________________ DATE ________
(Registered Agent Accepting Appointment)

10 See signature requirements under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.
(Officer signing must be listed in Block 6)

Signature: [signature]

Date: June 18, 1987

Typed Name of Signing Officer: John A. Foster

Title: Assistant Secretary

Telephone Number: (617)421-5448

11 Should you desire a certificate of status check this box

CERTIFICATE OF STATUS DESIRED ☐

FILE NOW: ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1988

FLORIDA DEPARTMENT OF STATE

Secretary of State

DIVISION OF CORPORATIONS

... Return To Secretary of State

1. Name and Address of Corporation Principal Office

H01338

SONESTA SANIBEL HARBOUR CORPORATION

JOHN HANCOCK TOWER

200 CLARENDON ST.

BOSTON, MA 02116

3. Date Incorporated or Qualified To Do Business in Florida: 04/24/1984

4. Federal Employer Identification Number: FEI 59-2421633

06/26/1987

6. Names and Street Addresses of Each Officer and Director

Names of Officers and Directors	Title	Street Address	City and State
SONNABEND, ROGER P.	C/D	200 CLARENDON STREET	BOSTON, MA
~~SONNABEND, STEPHEN~~	~~P/D~~	~~200 CLARENDON STREET~~	~~BOSTON, MA~~
SONNABEND, STEPHEN	P/D	350 OCEAN DRIVE	KEY BISCAYNE, FL
~~[illegible]~~	~~V/T/D~~	~~200 CLARENDON STREET~~	~~BOSTON, MA~~
SONNABEND, PETER J.	V/S/D	200 CLARENDON STREET	BOSTON, MA
~~[illegible]~~	~~S/D~~	~~200 CLARENDON STREET~~	~~BOSTON, MA~~
IEN, BRIAN	V/T/D	200CLARENDON STREET	BOSTON, MA
FOSTER, JOHN A.	A/S	200 CLARENDON STREET	BOSTON, MA

[redacted]

7. Name and Address of Current Registered Agent

C T CORPORATION SYSTEMS

8751 WEST BROWARD BOULEVARD

PLANTATIOIN, FLORIDA 33324

8. Name and Address of New Registered Agent

Name 8

Street Address (Do NOT Use P.O. Box Number)

City and State

Zip Code

FL

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submits the statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE ______ Registered Agent Accepting Appointment

DATE

10. If a foreign corporation, date first transacted business in Florida

11. See signature restrictions under instructions on reverse side of the form.

I Certify That I Am An Officer or Director of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.

(Officer or Director signing must be listed in item 6.)

Signature

Date: 6/20/88

Typed Name of Signing Officer or Director: John Foster

Title: Assistant Secretary

Telephone Number: 617-421-5448

12. Should you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED

[redacted]

FILE NOW ANNUAL REPORT DELINQUENT AFTER JULY 1ST

CORPORATION

ANNUAL REPORT

1989

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

AMENDED
FILED

89 JUN 22 PM 2:47

1. Name and Address of Corporation Principal Office

ZIP + 4

H01338 3
SONESTA SANIBEL HARBOUR CORPORATION
JOHN HANCOCK TOWER
200 CLARENDON ST.
BOSTON, MA 02116-5021

3. Date Incorporated or Qualified To Do Business in Florida: 04/24/1984

4. Federal Employer Identification Number: 59-2421633

07/08/1988

6. Names and Street Addresses of Each Officer and Director

Title	Names of Officers and Directors	Street Address	City and State
C/D	SONNABEND, ROGER P.	200 CLARENDON STREET	BOSTON, MA
P/D	SONNABEND, STEPHEN	350 OCEAN DRIVE	KEY BISCAYNE, FL.
V/S/D	SONNABEND, PETER J.	200 CLARENDON STREET	BOSTON, MA
V/T/D	OWEN, BRIAN T.	200 CLARENDON STREET	BOSTON, MA
A/S	FOSTER, JOHN A.	200 CLARENDON STREET	BOSTON, MA

7. Name and Address of Current Registered Agent

C T CORPORATION SYSTEMS
8751 WEST BROWARD BOULEVARD)
PLANTATION, FLORIDA 33324

8. Name and Address of New Registered Agent

Name

Street Address (Do NOT use P.O. Box Number)

Street Address 2 (Do NOT use P.O. Box Number)

City and State FL

Zip

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325 F.S.

SIGNATURE: Registered Agent Accepting Appointment

Date

10. If a foreign corporation, date first transacted business in Florida

11. See signature requirements under instructions on reverse side of this form.

I Certify That I Am An Officer or Director of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.
(Officer or Director signing must be listed in 6.)

Signature

Date: June 12, 1989

Typed Name of Signing Officer or Director: John Foster

Title: Assistant Secretary

Telephone Number: 617-421-5448

12. Should you desire a certificate of status check the box. CERTIFICATE OF STATUS DESIRED

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

DO NOT WRITE IN THIS SPACE

CORPORATION

ANNUAL REPORT

1990

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

1 Name and Address of Corporation Principal Office

H01338 3

ZIP + 4 PRESORT

SONESTA SANIBEL HARBOUR CORPORATION
JOHN HANCOCK TOWER
200 CLARENDON ST.
BOSTON, MA 02116-5021

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code

2 If Address in Block 1 is incorrect in any way, enter the correct address below. P.O. Box number alone is NOT sufficient. The NAME of the corporation can be changed only by filing an amendment.

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

3 Date Incorporated or Qualified To Do Business in Florida: 04/24/1984

4 FEI Number: 59-2421633

FEI Number Applied For

FEI Number Not Applicable

6 Names and Street Addresses of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information.)

	Title 1	Names of Officers and Directors 2	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers) 3	City and State 4
1	C/D	SONNABEND, ROGER P.	200 CLARENDON STREET	BOSTON, MA
2	P/D	SONNABEND, STEPHEN	360 OCEAN DRIVE	KEY BISCAYNE, FL.
3	V/S/D	SONNABEND, PETER J.	200 CLARENDON STREET	BOSTON, MA
4	V/T/D	OWEN, BRIAN T.	200 CLARENDON STREET	BOSTON, MA
5	A/S	FOSTER, JOHN A.	200 CLARENDON STREET	BOSTON, MA
6				

7 Name and Address of Current Registered Agent

C T CORPORATION SYSTEMS
8751 WEST BROWARD BOULEVARD)
PLANTATIOIN, FLORIDA 33324

8 Name and Address of New Registered Agent

Name 81

Street Address 1 (Do NOT Use P.O. Box Number) 82

Street Address 2 (Do NOT Use P.O. Box Number) 83

City and State 84 Zip Code 85

FL

9 Pursuant to the provisions of Sections 607.034 and 607.337, Florida Statutes, the above-named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on ______

I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of, Section 607.325 F.S.

SIGNATURE ______ (Registered Agent Accepting Appointment) DATE ______

10 I certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath. I further certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607 F.S.

Signature [signature]

Date 6/22/90

Typed Name of Signing Officer or Director: John Foster

Title: Assistant Secretary

Telephone Number: 617-421-5448

11 Should you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED ☐

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1991

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
FL. DEPT. OF STATE
CORPORATIONS DIV.
TALLAHASSEE, FL.
FILED

FILING FEE OF $61.25 REQUIRED

DO NOT WRITE IN THIS SPACE

1. Name and Mailing Address of Corporation **DOCUMENT #H01338** (3)

ZIP + 4 PRESORT

SONESTA SANIBEL HARBOUR CORPORATION
JOHN HANCOCK TOWER
200 CLARENDON ST.
BOSTON, MA 02116-5021

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code.

2. If Address in Block 1 is incorrect in any way, enter the correct address below. P.O. Box is acceptable. The NAME of the corporation can be changed only by filing an amendment.

21. Street Address

22. P.O. Box No.

23. City and State

24. Zip Code

3. Date Incorporated or Qualified To Do Business in Florida: **04/24/1984**

4. FEI Number: **59-2421633**

FEI Number Applied For

FEI Number Not Applicable

5. CERTIFICATE OF STATUS DESIRED

6. Names and Street Addresses of Each Officer and Director (Do not use any correction tape or fluid to cover over incorrect information)

1 Title	2 Names of Officers and Directors	3 Street Address of Each Officer and Director (Do NOT use Post Office Box Numbers)	4 City and State
C/D	SONNABEND, ROGER P.	200 CLARENDON STREET	BOSTON, MA
P/D	SONNABEND, STEPHEN	350 OCEAN DRIVE	KEY BISCAYNE, FL.
V/S/D	SONNABEND, PETER J.	200 CLARENDON STREET	BOSTON, MA
V/T/D	OWEN, BRIAN T.	200 CLARENDON STREET	BOSTON, MA
A/S	[redacted] van RIEL, BOY	200 CLARENDON STREET	BOSTON, MA

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

C T CORPORATION SYSTEMS
8751 WEST BROWARD BOULEVARD}
PLANTATIOIN, FLORIDA 33324

FL

9. Pursuant to the provisions of Sections 607.1502 and 617.1502, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of ... Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

10. I certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath. I further certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 6 or will be attached with an address.

SIGNATURE

DATE

Typed Name of Signing Officer or Director: **Peter J. Sonnabend**

Title: **Vice President & Secretary**

Telephone Number Daytime: (617) 421-5410

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1992

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
SEC. OF STATE
CORPORATIONS DIV.
TALLAHASSEE, FLA.
FILED

1. Name and Mailing Address of Corporation DOCUMENT #H01338 (3)

SONESTA SANIBEL HARBOUR CORPORATION
JOHN HANCOCK TOWER
200 CLARENDON ST.
BOSTON MA 02116-5021

04/24/1984

3a. Date of Last Report: 07/16/1991

4. FEI Number: 59-2421633

6. Names and Street Addresses of Each Officer and Director

1 Title	2 Name of Officer and Directors	3 Street Address	4 City/State
C/D	SONNABEND, ROGER P.	200 CLARENDON STREET	BOSTON, MA
P/D	SONNABEND, STEPHEN	360 OCEAN DRIVE	KEY BISCAYNE, FL.
V/S/D	SONNABEND, PETER J.	200 CLARENDON STREET	BOSTON, MA
V/T/D	OWEN, BRIAN T.	200 CLARENDON STREET	BOSTON, MA
A/S	VAN RIEL, BOY	200 CLARENDON STREET	BOSTON, MA

7. Name and Address of Current Registered Agent

C T CORPORATION SYSTEMS
8751 WEST BROWARD BOULEVARD)
PLANTATIOIN, FLORIDA 33324

C T CORPORATION SYSTEM
1200 S. PINE ISLAND RD.
PLANTATION FL 33324

9. (Registered Agent)

10.

11.

SIGNATURE

Peter J. Sonnabend V.P. & Secretary 617 421-5410

12. Should you wish to contribute to the Election Campaign Financing Trust Fund

File Now. Filing Fee after May 1 is $255.00

CORPORATION
ANNUAL REPORT
1993

FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Corporation **DOCUMENT # H01338 (3)**

SONESTA SANIBEL HARBOUR CORPORATION
JOHN HANCOCK TOWER
200 CLARENDON ST
BOSTON MA 02116

3 — 04/24/1984 — 3a — 03/04/1992

4 — 592421633

5 — $61.25

$5.00 May Be Added to Fees

$138.75 Supplemental Fee Not Required

8

If above mailing address is incorrect in any way, write the right information and enter below.

FILING FEE $200.00 — ANNUAL REPORT $61.25 + $138.75 CORPORATION SUPPLEMENTAL FEE — MAKE CHECK PAYABLE TO DEPARTMENT OF STATE

2. Mailing Address — 2a. Principal Place of Business

Suite, Apt. #, etc. — Suite, Apt. #, etc.

City & State — City & State

Zip — Country — Zip — Country

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

FL

11. Pursuant to the provisions of Sections 607.0502 and 607.1508 of Section ... for the purpose of changing its registered office or registered agent ... I hereby accept the appointment as registered agent. I am familiar with and accept the ...

SIGNATURE

12.	OFFICERS AND DIRECTORS	13.
1 TITLE / NAME / ADDRESS / CITY ST ZIP	C/D SONNABEND, ROGER P. 200 CLARENDON STREET BOSTON MA	
2 TITLE / NAME / ADDRESS / CITY ST ZIP	P/D SONNABEND, STEPHEN 300 OCEAN DRIVE KEY BISCAYNE FL	
3 TITLE / NAME / ADDRESS / CITY ST ZIP	V/S/D SONNABEND, PETER J. 200 CLARENDON STREET BOSTON MA	
4 TITLE / NAME / ADDRESS / CITY ST ZIP	V/T/D GUIN, BRIAN T. 200 CLARENDON STREET BOSTON MA	V/T Boy A.J. van Riel 200 Clarendon Street ~~Boston, MA 02116~~
5 TITLE / NAME / ADDRESS / CITY ST ZIP	A/S VAN RIEL, BOY 200 CLARENDON STREET BOSTON MA	A/S David A. Rakouskas 200 Clarendon Street Boston, MA 02116
6 TITLE / NAME / ADDRESS / CITY ST ZIP		

14. I certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath. I further certify that I am an officer or director of the corporation ... Statutes, and that my name appears ...

SIGNATURE — 3/3/93

Print/Type Name of Signing Officer or Director: Peter J. Sonnabend — Title: V.P. & Secretary — (617) 421-5410

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT

1994

FLORIDA DEPARTMENT OF STATE
Secretary of State
DIVISION OF CORPORATIONS

APPROVED AND FILED

94 FEB 21 AM 10:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Corporation Name

SONESTA SANIBEL HARBOUR CORPORATION

DOCUMENT #

H01338 **(3)**

Mailing Address	Principal Place of Business
JOHN HANCOCK TOWER	JOHN HANCOCK TOWER
200 CLARENDON ST.	200 CLARENDON ST
BOSTON MA 02116	BOSTON MA 02116

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 04/24/1984	3a. Date of Last Report: 04/15/1993
4. FEI Number: 59-2421633	
5. Certificate of Status Desired: $8.75	6. $5.00 May Be Added to Fees
7. Nonprofit Exempt from $138.75 Supplemental Fee	
8. This corporation has qualified for tax ... under Florida Statutes ☐ Yes ☐ No	

2. Mailing Address — 21 / Suite, Apt. #, etc. — 22 / City & State — 23 / Zip — 24 / Country — 25

2a. Principal Place of Business — 26 / Suite, Apt. #, etc. — 27 / City & State — 28 / Zip — 29 / Country — 30

9. **Name and Address of Current Registered Agent**

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. **Name and Address of New Registered Agent**

81 Name
82 Street Address
83
84 City — FL — 85 Zip Code

11. Pursuant to the provisions of ... Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. ... I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of ... Florida Statutes.

SIGNATURE ______ DATE ______

12. OFFICERS AND DIRECTORS

11 TITLE	C/D
12 NAME	SONNABEND, ROGER P.
13 STREET ADDRESS	200 CLARENDON STREET
14 CITY-ST-ZIP	BOSTON MA
21 TITLE	P/D
22 NAME	SONNABEND, STEPHEN
23 STREET ADDRESS	350 OCEAN DRIVE
24 CITY-ST-ZIP	KEY BISCAYNE FL
31 TITLE	VS/D
32 NAME	SONNABEND, PETER J.
33 STREET ADDRESS	200 CLARENDON STREET
34 CITY-ST-ZIP	BOSTON MA
41 TITLE	VT
42 NAME	VAN RIEL A. J.
43 STREET ADDRESS	200 CLARENDON STREET
44 CITY-ST-ZIP	BOSTON MA
51 TITLE	S
52 NAME	RAKOLUBKAS DAVID A
53 STREET ADDRESS	200 CLARENDON STREET
54 CITY-ST-ZIP	BOSTON MA
61 TITLE	
62 NAME	
63 STREET ADDRESS	
64 CITY-ST-ZIP	

13. CHANGES OR ADDITIONS

14. I do hereby certify that the information supplied with this filing ... Florida Statutes ... with my address.

SIGNATURE: V.P. PETER J SONNABEND 2/4/94 617-421-5400

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

#01338

Sonesta International Hotels Corporation

Office of The Vice President General Counsel and Secretary

December 8, 1994

FEDERAL EXPRESS

900001349979
-12/08/94--01138--002
*****87.50 *****87.50

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Sonesta SoHo Investment Corp.

Gentlemen:

Enclosed for filing with the Department of State is the Article of Amendment to the Articles of Incorporation for Sonesta Sanibel Harbour Corporation changing its name to Sonesta SoHo Investment Corp. Also enclosed is a check in the amount of $87.50 made payable to the Secretary of State for the following:

Filing Fee	$35.00
One Certified Copy	$52.50
	$87.50

Please acknowledge receipt of this filing by stamping the enclosed copy of this letter and returning the same to me in the enclosed self-addressed stamped envelope.

Sincerely,

Peter J. Sonnabend

PJS/cab
Enclosures

FILED
94 DEC -8 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

200 Clarendon Street
Boston, Massachusetts 02116
Telephone (617) 421-5400 Cable: Sonesta Telex 94-0583 FAX 617-421-5402

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
SONESTA SANIBEL HARBOUR CORPORATION

Pursuant to the provisions of Section 607.181 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is Sonesta Sanibel Harbour Corporation.

2. The following amendment of the Articles of Incorporation was adopted by the Sole Shareholder of the Corporation on November 27, 1994, in the manner prescribed by Section 607.394 of the Florida General Corporation Act:

   Article I

   Name

   The name of the Corporation shall be Sonesta SoHo Investment Corp."

3. The number of shares of the Corporation outstanding at the time of adoption was 500 shares of common stock, $10.00 par value, and the number of shares entitled to vote thereon was 500 shares.

Dated: November 27, 1994

Sonesta Sanibel Harbour Corporation

By: ______________________
Boy Van Riel
Vice President

COMMONWEALTH OF MASSACHUSETTS)
)SS:
COUNTY OF SUFFOLK)

Before me, the undersigned authority, personally appeared Boy van Riel, who is well known to me to be the person described in and who subscribed the above Articles of Amendment to the Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Boston, in said County and State this 8th day of December, 1994.

Notary Public

My commission expires: May 3, 1996

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT

1995

DOCUMENT # H01338 (3)

SONESTA SOHO INVESTMENT CORP.

JOHN HANCOCK TOWER
200 CLARENDON ST
BOSTON MA 02116

JOHN HANCOCK TOWER
200 CLARENDON ST
BOSTON MA 02116

04/24/1984

02/21/1994

59-2421633

$8.75 Additional Fee Required

$5.00 May Be Added to Fees

X

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

FL

Title	Name / Address
	CD
	SCHNAHEBEL, ROGER P
	200 CLARENDON STREET
	BOSTON MA
	PD
	SCHNAHEBEL, STEPHEN
	300 OCEAN DRIVE
	KEY BISCAYNE FL
	VPD
	SCHNAHEBEL, PETER J.
	200 CLARENDON STREET
	BOSTON MA
	VT
	VAN RIEL, A. J.
	200 CLARENDON STREET
	BOSTON MA
	S
	RAKOUSKAS, DAVID A
	200 CLARENDON STREET
	BOSTON MA

SIGNATURE: David Rakouskas 5/02/95 (617) 421 5453

Sonesta International Hotels Corporation

H01338

August 5, 1997

Florida Department of State
Division of Corporations
Amendments Department
409 East Gaines Street
Tallahassee, Florida 32399

600002259606--2
-08/06/97--01083--002
*****43.75 *****43.75

RE: ***Sonesta Soho Investment Corporation***

To Whom it May Concern:

Enclosed are Articles of Amendment to Articles of Incorporation of Sonesta Soho Investment Corporation changing the name of the corporation to Sonesta Miami Beach Hotel Company, Inc.

I have also enclosed a check in the amount of $43.75 as payment in full of the filing fee of $35.00 plus $8.75 for a Certificate of Status evidencing the name change.

Thank you for your assistance in this matter. Please feel free to call me at (619) 421-5450 if you have any questions.

97 AUG -6 PM 1:17
TALLAHASSEE, FLORIDA

Sincerely,

Christine Moynihan

Christine Moynihan
Paralegal

CXM:m

Enclosures

NC
KR6
8/14

200 Clarendon Street
Boston, Massachusetts 02116
Telephone (617) 421-5400 FAX 617-421-5402

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

97 AUG -6 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sonesta Soho Investment Corp
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: **Amendment(s) adopted:** *(indicate article number(s) being amended, added or deleted)*

Article I of the Articles of Incorporation are hereby amended as follows:

The name of this corporation is SONESTA MIAMI BEACH HOTEL COMPANY, INC.

SECOND: **If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:**

N/A

THIRD: The date of each amendment's adoption: July 29, 1997.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by ____________________."
voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 4th day of August, 19 97.

Signature ________________, Director
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Peter J. Sonnabend
Typed or printed name

Director
Title