UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, FL 32301 (850) 681-6528

FOR PICKUP BY **UCC SERVICES**

SERVICES CORPORATION NAM Oco. ax	E(S) AND DOCUMENT NUMBER(S	OFFICE USE ONLY (Document #) 778460 00003113830-2 -01/28/00-01014-003 ******78.75 *****78.75 6) (if known):
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NEWFILINGS Profit NonProfit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name Name Reservation	Amendment Resignation of R.A. Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/QUALIFICATION Foreign Limited Parmership Reinstatement Trademark Other	TE 5.
		T. SMITTER JAN 2-8 2000

Ordered By:

Date:

ARTICLES OF INCORPORATION

OF

Ocean Spray Hotel, Inc.

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The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be Ocean Spray Hotel, Inc. The address of the principal office of this corporation shall be 3909 N.E. 163rd Street, Suite 304, North Miami Beach, Florida 33160, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 1,000 all of which shall be classified as common stock and have a par value of \$.01 each.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 526 East Park Avenue, Tallahassee, FL 32301, and the name of the initial registered agent of the corporation at that address is UCC Filing & Search Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The names and addresses of the initial Officers and Directors are:

Richard P. Parrillo, Jr.

President/Director

3909 N.E. 163rd Street, Suite 304 North Miami Beach, FL 33160

Charles J. Grimsley

Secretary/Director

3909 N.E. 163rd Street, Suite 304 North Miami Beach, FL 33160

Ioanna Parrillo

Director

3909 N.E. 163rd Street, Suite 304 North Miami Beach, FL 33160

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

UCC Filing & Search Services, Inc. 526 East Park Avenue
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has hereunto set her hand and seal of UCC Filing & Search Services, Inc., on January 27, 2000.

UCC Filing & Search Services, Inc.

Its Agent, Betty B. Young

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Ocean Spray Hotel, Inc.

UCC Filing & Search Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

UCC Filing & Search Services, Inc.

y. Y July

SECRETARY OF STATE