

FROM  
Division of Corporations

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Page 1 of 1

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Florida Department of State  
Division of Corporations  
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**Marine Plaza Corporation**

|                       |         |
|-----------------------|---------|
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H00000013886 7

**ARTICLES OF INCORPORATION  
OF  
MARINE PLAZA CORPORATION**

The undersigned, acting as incorporator of **MARINE PLAZA CORPORATION**, pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is:

**MARINE PLAZA CORPORATION**

**ARTICLE II. ADDRESS**

The principal place of business and mailing address of the corporation shall be c/o 701 Brickell Avenue, Suite 3000, Miami, FL 33131.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation with the Florida Department of State.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share.

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

The street address of the initial registered office of the corporation is 701 Brickell Avenue, Suite 3000, Miami, Florida 33131, and the name of the corporation's initial registered agent at that address is Intrastate Registered Agent Corporation.

H00000013886 7

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**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator is:

Steven H. Hagen  
701 Brickell Avenue  
Suite 3000  
Miami, FL 33131

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE VIII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 29th day of March, 2000.

  
\_\_\_\_\_  
Steven H. Hagen, Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That **MARINE PLAZA CORPORATION**, desiring to organize under the  
laws of the State of Florida with its initial registered office, as indicated in the  
Articles of Incorporation, at 701 Brickell Avenue, Suite 3000, Miami, State of  
Florida, has named Intrastate Registered Agent Corporation, as its agent to accept  
service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named  
above, at the place designated in this certificate, the undersigned agrees to act in  
that capacity, to comply with the provisions of the Florida Business Corporation  
Act, and that it is familiar with, and accepts, the obligations of that position.

INTRASTATE REGISTERED AGENT  
CORPORATION

By: 

Name: Steven H. Hagen

Title: Vice President

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