

**P00000052816**

**BARRY M. DANZINGER, CPA, P.A.**  
3326 N.E. 33RD STREET  
FT. LAUDERDALE, FL 33308  
PHONE -954-568-9337  
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**FILED**  
00 MAY 18 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314  
700003257487-9  
-05/18/00--0100--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**SECRETARY OF STATE**  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

We are enclosing the Certificate of Incorporation for: **PLAYA LA JOLLA, INC.** with a check in the amount of \$70.00.

Please send the approved papers to: **Barry M. Danzinger, CPA, P.A.**  
3326 N.E. 33rd Street  
Ft. Lauderdale, FL 33308

Sincerely,

*Barry M. Danzinger CPA PA*  
**BARRY M. DANZINGER, CPA, P.A.**

5/23  
Informed client by letter I  
added the RA's name to ART IV  
and I added the incorporator's  
address below signature.

**S. Thompson** MAY 23 2000

**ARTICLES OF INCORPORATION**

**OF**

**PLAYA LA JOLLA, INC.**

**FILED**  
00 MAY 18 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**THIS IS TO CERTIFY** that I, the undersigned, hereby associate myself unto a corporation pursuant to the provisions of the laws of the State of Florida providing for the formation of a corporation for profit for the purposes and with the powers herein mentioned, and to that end do by Certificate set forth:

**I**

The name of the Corporation is: **PLAYA LA JOLLA, INC.**

**II**

The Corporation's existence shall commence at 12:01 a.m.local time on the date of filing. The Corporation shall be of perpetual duration.

**III**

The 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.

**IV**

There shall be only one (1) class of stock in this corporation, namely common stock with a par value of \$1.00 per share.

The maximum number of shares that this corporation is authorized to have outstanding at any time is one thousand (1000) shares, with a par value of \$1.00 each.

The corporation shall commence its existence with one hundred (100) shares, to be owned by the undersigned incorporators:

**MARCY L. LATURNO**

**100- SHARES OF COMMON STOCK**

The registered office of the Corporation is to be located at:

MARCY L. LATURNO  
1323 S.E. 17TH STREET, # 110  
FT. LAUDERDALE, FL 33316

**THE PRINCIPAL PLACE OF BUSINESS IS THE SAME AS THE REGISTERED OFFICE.**

**VI**

It is the intent of the incorporators that the Corporation will qualify under Section 1244 of the Internal Revenue Code.

**VII**

In compliance with Section 48,091 Florida Statutes, the following is submitted:

First, that **PLAYA LA JOLLA, INC.** desiring to organize or qualify under the laws of the state of **Florida**, with its principle place of business in the city of **FT. LAUDERDALE**, State of **Florida**, has named **MARCY L. LATURNO** as its agent to accept service process within Florida.

Signature:

Marcy Laturno

Date

:

12 MAY 2000

The mailing address, principal address and registered address of the corporation is:  
**1323 S.E. 17TH STREET # 110, FT. LAUDERDALE, FL 33316**

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of these duties.

Signature :

Marcy Laturno

Date

:

12 May 2000

## VIII

The initial Board of Directors shall consist of one (1) Director. The name, post office addresses of the first Board of Directors and Officers who, subject to the provisions of the Certificate of Incorporation, by-laws and the Act of the Legislature of the State of Florida, whereunder the Corporation is organized, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, is as follows:

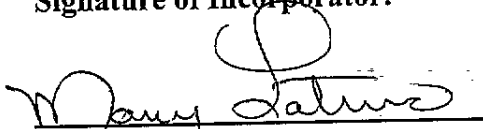
NAME:	ADDRESS:	OFFICE:
MARCY L. LATURNO	1323 S.E. 17TH STREET # 110 FT. LAUDERDALE, FL 33316	PRESIDENT

## IX

The specific nature of this corporation will be **CONSULTING FOR WATER TRANSPORTATION SERVICES.**

The Undersigned incorporator agrees to abide by the provisions of this charter and of the laws of the State of Florida in the conduct of the affairs of this corporation, and to take the number of shares of stock as set forth above.

Signature of Incorporator:

  
MARCY L. LATURNO  
1323 S.E. 17TH STREET, # 110  
FT. LAUDERDALE, FL 33316

12 May 2000  
Date: