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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -7 PM 2:21

ACCOUNT NO. : 072100000032

REFERENCE : 722802 81512A

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 70.00

ORDER DATE : June 7, 2000

ORDER TIME : 11:13 AM

500003280165-1

ORDER NO. : 722802-005

CUSTOMER NO: 81512A

CUSTOMER: Richard J. Hays, Esq
RICHARD J. HAYS, P.A.
RICHARD J. HAYS, P.A.
Suite 207
7200 West Commercial Boulevard
Lauderhill, FL 33319

DOMESTIC FILING

NAME: BELVEDERE LEISURE CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini - EXT.

EXAMINER'S INITIALS:

DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUN -7 AM 11:55

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ARTICLES OF INCORPORATION

OF

BELVEDERE LEISURE CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN -7 PM 2: 21

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BELVEDERE LEISURE CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7200 W. Commercial Blvd., #207, Lauderhill, FL 33319

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares @ \$10.00 par value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Richard J. Hays
7200 W. Commercial Blvd., #207
Lauderhill, FL 33319

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

ROBERT VANUCCHI
7200 W. Commercial Blvd., #207
Lauderhill, FL 33319

The undersigned has (have) executed these Articles of Incorporation this 25th day of May, 2000.


ROBERT VANUCCHI, President

Signature/Title

Signature/Title

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: BELVEDERE LEISURE CORP.
2. The name and address of the registered agent and office is:

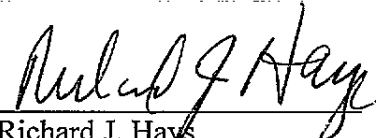
Richard J. Hays
7200 W. Commercial Blvd., #207
Lauderhill, FL 33319

SIGNATURE 
ROBERT VANUCCHI, Pres.

TITLE: President

DATE: May 25, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 
Richard J. Hays

DATE: May 25, 2000