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Examiner's Initials

as  
Corrected  
8/16

ARTICLES OF CORRECTION TO ARTICLES OF INCORPORATION  
OF U.S. & CARRIBEAN RESORT NEWS, INC.

This Article of Correction is made pursuant to Section 607.0124 Florida Statutes.

- I. The original Articles of Incorporation, a copy of which is attached, were effective August 1, 2000.
- II. The original Articles of Incorporation contain an inaccuracy in that the name of the Corporation, U.S. & Carribean Resort News, Inc., contains a misspelling of the word Caribbean, and should be U.S. & Caribbean Resort News, Inc.
- III. Additionally, the original transmittal letter (letter Number 800A00040767) and the cover to the Articles omitted the ampersand in the name of the Corporation.
- IV. The name of the Corporation is:

U.S. & CARIBBEAN RESORT NEWS, INC.

Dated: August 7, 2000

  
Robert Picow, Sole Incorporator

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**ARTICLES OF INCORPORATION**

**OF**

**U.S. & CARRIBEAN RESORT NEWS, INC.**

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The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**Name**

The name of the corporation is:

**U.S. & CARRIBEAN RESORT NEWS, INC.**

**ARTICLE II**

**Existence**

The corporation's existence shall commence on August 1, 2000.

**ARTICLE III**

**Purpose**

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

**EFFECTIVE DATE**  
08-01-00

THIS INSTRUMENT PREPARED BY:  
Michael W. Kirshon, Esq.  
Florida Bar No. 291978  
4901 NW 17th Way, Ste 406  
Fort Lauderdale, Florida 33309  
Tel: (954) 772-4047

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#### **ARTICLE IV**

##### **Authorized Capital**

The corporation is authorized to issue 1,000 shares of common stock, with a par value of \$1.00 per share.

#### **ARTICLE V**

##### **Address**

The address of the principal office of the corporation is 1500 NW 3<sup>rd</sup> Street, Suite 102, Deerfield Beach, FL 33432, and its mailing address is 1500 NW 3<sup>rd</sup> Street, Suite 102, Deerfield Beach, FL 33432.

#### **ARTICLE VI**

##### **Registered Office and Agent**

The street address of the corporation's initial registered office is 21621 Reflection Lane, Boca Raton, FL 33428. The name of the initial registered agent at such office is Stephen Schoenberg.

#### **ARTICLE VII**

##### **Indemnification**

To the fullest extent authorized or permitted by the Act, the corporation shall indemnify, and advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he or she is or was a director or officer of the corporation or is or was serving at the request of the corporation as a director or officer of another corporation. Unless otherwise expressly prohibited by the Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he or she is or was an employee or agent of the corporation, or is or was serving at the request of the corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise. Except for any person who is or was a director or officer of the corporation, or any person who is or was serving at the request of the corporation as a director or officer of another corporation, no employee or agent of the corporation may apply to any court for indemnification, or advancement of expenses, by the corporation.

ARTICLE VIII

Incorporator

The name and address of the incorporator of the corporation is Robert Picow, 7534 Isle Verde Way, Delray Beach, FL 33446.

-oOo-

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on July 21, 2000.



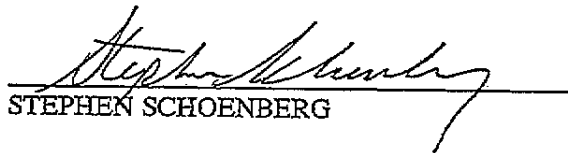
ROBERT PICOW

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with, and accept, the obligations set forth in Sections 48.091(2) and 607.0505 of the Florida Statutes.



STEPHEN SCHOENBERG

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