

P00000098749



ACCOUNT NO. : 072100000032

REFERENCE : 864885 126061A

AUTHORIZATION :

*Patricia Pujut*

COST LIMIT : \$ 78.75

ORDER DATE : October 16, 2000

ORDER TIME : 2:52 PM

ORDER NO. : 864885-005

CUSTOMER NO: 126061A

CUSTOMER: Jonathan David, Esq  
Jonathan N. David, Esq.

7701 S.w. 54th Ave

Miami, FL 33143

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 OCT 16 PM 3:23

800003426638

DOMESTIC FILING

NAME: OFFSHORE RESORT DEVELOPMENT,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

*625-624  
WOO-24984*

*Tamara Odom* GAVE

*g* 10/19/00

AUTHORIZATION BY PHONE TO  
CORRECT Principal Address

DATE 10/19/00

DOC. EXAM. *g*

RECEIVED  
00 OCT 16 PM 3:52  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 OCT 16 PM 3:24

FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

**RESUBMIT**

Please give original  
submission date as file date.

10/16/2000

October 17, 2000

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: OFFSHORE RESORT DEVELOPMENT, INC.  
Ref. Number: W00000024984

We have received your document for OFFSHORE RESORT DEVELOPMENT, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

~~The document must have original signatures.~~

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 500A00054345

RECEIVED  
00 OCT 18 PM 4:11  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

10/11/00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 OCT 16 PM 3:24

**ARTICLES OF INCORPORATION OF  
OFFSHORE RESORT DEVELOPMENT, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE  
NAME**

The name of the corporation is Offshore Resort Development, Inc.

PRINCIPAL OFFICE: 7701 S.W. 54TH AVENUE, MIAMI, FL 33143

**ARTICLE TWO  
CORPORATE DURATION**

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is October 11, 2000.

**ARTICLE THREE  
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of development of certain real property located in Greece into a hotel, resort, or other such business or facility.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR  
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class, and shall have a par value of one hundred Dollars (\$100) per share.

**ARTICLE FIVE  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 7701 S.W. 54<sup>th</sup> Avenue, Miami, FL 33143, and the name of its initial registered agent at such address, is Jonathan N. David, Esq..

**ARTICLE SIX  
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial board of directors is:

- Nikolas Arvanitopoulos 421 Luenga Avenue, Coral Gables, FL 33134 33146 *at [Signature]*
- Ronald Harris c/o Jonathan David, Esq.  
7701 S.W. 54<sup>th</sup> Avenue, Miami, FL 33143

**ARTICLE SEVEN  
INCORPORATORS**

The name and address of each incorporator is

- | <u>Name</u>            | <u>Address</u>   |
|------------------------|--|
| Nikolas Arvanitopoulos | 421 Luenga Avenue, Coral Gables, FL 33134 33146 <i>at [Signature]</i>          |
| Ronald Harris          | c/o Jonathan David, Esq.<br>7701 S.W. 54 <sup>th</sup> Avenue, Miami, FL 33143 |

**ARTICLE EIGHT  
AUTHORIZATION OF RESTRICTIONS ON TRANSFER OF STOCK**

All of the issued and outstanding shares of the corporation shall be made subject to restrictions on their transferability by agreement between the holders of such shares, the incorporators. A copy of such agreement shall be kept on file with the Registered Agent of the corporation, and shall be subject to inspection by shareholders of record and bona fide creditors of the corporation at reasonable times during business hours, upon authorization of the Board of Directors.

Executed by the undersigned at Miami, Florida on August 2000.

*[Signature]*  
\_\_\_\_\_  
Nikolas Arvanitopoulos, incorporator

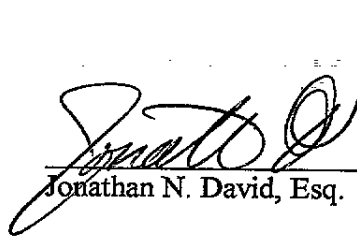
*[Signature]*  
\_\_\_\_\_  
Ronald Harris, incorporator

**Acceptance of Appointment of Registered Agent for Offshore Resort Development, Inc.**

To: The Department of State  
Tallahassee, Florida 32304

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 my duties, and I accept the duties and obligations of the Florida General Corporation Act.

Dated: October 12<sup>th</sup>, 2000.

  
Jonathan N. David, Esq.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 OCT 16 PM 3:24