

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

: (850)922-4001

From:

: ACE INDUSTRIES, INC. Account Name

Account Number : 070744001530

; (305)358-2571 Phone : (305)358-7832 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

SOUTHBEACHGETAWAY.COM, INC.

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\$78.75

ARTICLES OF INCORPORATION

OF

SOUTHBEACHGETAWAY.COM. INC.

ARTICLE I - NAME

The name of this corporation is SOUTHBEACHGETAWAY.COM, INC.

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ARTICLE II - PURPOSE

This corporation is organized for the purposes of transacting any or all lawful business which corporations may transact pursuant to Chapter 607, Florida Statutes.

ARTICLE III - ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of the corporation is c/o Morris Kahn, 100 Jefferson Avenue — Suite 10001, Miami Beach, Florida 33139, and the mailing address of the corporation is the same as the principal office address of the corporation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of Common Stock without par value, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is c/o Morris Kahn, 100 Jefferson Avenue – Suite 10001, Miami Beach, Florida 33139, and the name of the initial registered agent of this corporation at that address is Morris Kahn. Written acceptance of the appointment of Morris Kahn as registered agent is attached hereto and by reference made a part hereof.

ARTICLE VI - INCORPORATORS

The name and address of the person (or incorporator) signing these articles is:

Morris Kahn 100 Jefferson Avenue – Suite 10001 Miami Beach, Florida 33139

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

Morris Kahn 100 Jefferson Avenue Suite - 10001 Miami Beach, Florida 33139

ARTICLE VIII - OFFICERS

The officers of the corporation shall be as follows:

Morris Kahn

President

100 Jefferson Avenue - Suite 10001

Vice-President

Miami Beach, Florida 33139

Secretary/Treasurer

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Incorporation, this ____ day of November, 2000.

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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.

In pursuance of Section 607.0501 (3), Florida Statutes, the following is submitted, in compliance with said act:

First - that <u>SOUTHBEACHGETAWAY.COM. INC.</u> desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Miami Beach, County of Dade, State of Florida has named Morris Kahn located at 100 Jefferson Avenue - Suite 10001, City of Miami Beach, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of Process for the above-stated corporation, at place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Morris Kahn, Resident Agent

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