

PD 1000027768
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-03/14/01--01081--005
*****78.75 *****78.75

SUBJECT: RIVIERA RESORT & MARINA, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: James, Zimmerman, Paul & Huddleston, LLP
Name (Printed or typed)

P.O. Box 208

Address

Deland, FL 32721-0208

City, State & Zip

(904) 734-1200

Daytime Telephone number

01 MAR 14 AM 8:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

Pat 3/15/01

ARTICLES OF INCORPORATION
OF
RIVIERA RESORT & MARINA, INC.

FILED
01 MAR 14 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby makes these Articles in order to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be RIVIERA RESORT & MARINA, INC.

ARTICLE II

ADDRESS

The initial Post Office address of the principal office of this corporation in the State of Florida is 2760 Botts Landing, DeLand, Florida 32724.

The directors may from time to time move the principal office to any other address in Florida.

ARTICLE III

INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is Norris George, 2760 Botts Landing, DeLand, Florida 32724.

ARTICLE IV

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: to provide marina and lodging services to the general public, and the corporation may engage in any activity or

business permitted under the laws of the State of Florida and of the United States.

ARTICLE V

CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI

TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

DIRECTORS

The corporation shall have at least three (3) directors, initially. The number of directors may be increased or diminished from time to time, By-Laws adopted by the Stockholders.

ARTICLE VIII

INITIAL DIRECTORS

The names and Post Office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
NORRIS GEORGE	4025 Marsh Road DeLand, Florida 32724
BILLY GEORGE	P.O. Box 881 DeLand, Florida 32721
LOUISE GEORGE	1724 Santiago St. DeLand, Florida 32720

ARTICLE IX

INCORPORATORS

The names and Post Office addresses of the Incorporators of the Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
NORRIS GEORGE	4025 Marsh Road DeLand, Florida 32724
BILLY GEORGE	P.O. Box 881 DeLand, Florida 32721
LOUISE GEORGE	1724 Santiago St. DeLand, Florida 32720

ARTICLE X

OFFICERS

The officers of this Corporation shall be a President, Vice-President, Secretary and Treasurer and such other officers as the directors shall deem necessary. The names, titles, and addresses of the first officers of the Corporation who shall hold office subject to the provisions of these Articles of Incorporation, the By-Laws of this Corporation and the laws of the State of Florida until their successors are elected or appointed are as follows:

President:	NORRIS GEORGE	4025 Marsh Road DeLand, Florida 32724
Vice-Pres.:	BILLY GEORGE	1539 Center Street DeLand, Florida 32724
Secretary:	NORRIS GEORGE	4025 Marsh Road DeLand, Florida 32724
Treasurer:	BILLY GEORGE	1539 Center Street DeLand, Florida 32724

ARTICLE XI

BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be

vested in the Board of Directors and the shareholders.

ARTICLE XII

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in all meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XIV

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 12th day of March, A.D., 2001.


NORRIS GEORGE


BILLY GEORGE


LOUISE GEORGE

STATE OF FLORIDA)

COUNTY OF VOLUSIA)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared NORRIS GEORGE and BILLY GEORGE, and LOUISE GEORGE, who produced _____ as identification or who is personally known to me to be the person(s) described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the state and county aforesaid, this 12TH day of March, A.D., 2001.

(SEAL)



Lawrence A Welch
My Commission CC686307
Expires October 8, 2001

Lawrence A Welch
Notary Public, State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Section 607.0501, Florida Statutes, the following is submitted, in compliance with said Act. That RIVIERA RESORT & MARINA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation located at 2760 Botts Landing Road, DeLand, Florida, has named NORRIS GEORGE, 2760 Botts Landing Road, DeLand, Florida 32724, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: March 12th, 2001.

By:



NORRIS GEORGE

(Registered Agent)

FILED

01 MAR 14 AM 8:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA