

Lorraine S. Bello  
15778 S.W. 77th Street  
Miami, Florida 33193  
(305) 387-3098

**P01000048436**

23 May 2001

**FILED**  
01 MAY 24 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida Department of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: SOFLA Leisure, Inc.

300004316273--1  
-05/25/01--01013--001  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

To Whom This May Concern:

Enclosed herewith please find my check number 5783 in the amount of \$43.75. Please be advised that this represents your fee for \$35.00 to correct a misspelled name on a corporation together with a \$8.75 for a certified copy.

If you should have any further questions in regards to this matter, please do not hesitate to contact the undersigned.

Thanking you in advance for your courtesy and cooperation to this matter.

I remain,

Very truly yours,

*LORRAINE*  
6-4-D1  
PMS

*Lorraine S. Bello*

Lorraine S. Bello, Vice President

lsb

### Correction of Articles of Incorporation

The undersigned hereby is enclosing a copy of the Articles of Incorporation of SOFLA Liesure, INC. I want to change the name of the corporation. The original document was misspelled. The correct name of the corporation should be:

Articles of Incorporation of  
SOFLA Leisure, Inc.

*Adopted by the shareholders  
on 5-11-01.*

*Lorraine S. Bello*  
Lorraine S. Bello  
Vice President

**FILED**  
01 MAY 24 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

01 MAY 10 PM 2:21

ARTICLES OF INCORPORATION OF  
SOFLA Liesure, INC.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

ARTICLE I

The name of the corporation is SOFLA Liesure, INC.

ARTICLE II

The general purposes for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III

The aggregate number of shares of stock that this corporation is authorized to issue at any one time is 1000 shares of common stock being the only class of stock authorized to be issued and having a par value of \$1.00 per share.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V  
REGISTERED AGENT

The street address of the initial registered office of this corporation in the State of Florida is 15778 S.W. 77th Street, Miami, Florida 33193 and the name of the initial registered agent of this corporation at that address is Oscar Bello.

The Board of Directors may from time to time move the registered office to any other address in the State of Florida and/or replace the registered agent.

ARTICLE VI

This corporation shall have 1 Director initially. The number of Directors may be increased or diminished from time to time in accordance with the By-Laws but shall never be less than one.

ARTICLE VII

The names and addresses of the members of the initial Board of Directors who shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified are:

Oscar E. Bello; President

15778 S.W. 77th Street  
Miami, Florida 33193

Lorraine S. Bello; Vice President

15778 S.W. 77th Street  
Miami, Florida 33193

#### ARTICLE VIII INCORPORATORS

The name and address of each person signing these Articles of Incorporation as an incorporator is as follows:

Oscar E. Bello; President

15778 S.W. 77th Street  
Miami, Florida 33193

Lorraine S. Bello; Vice President

15778 S.W. 77th Street  
Miami, Florida 33193

#### ARTICLE IX EFFECTIVE DATE

The effective date for the commencement of the existence of this corporation shall be on the date of filing hereof.

#### ARTICLE X AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stockholders entitled to vote thereon.

#### ARTICLE XI MANAGEMENT

All corporate powers shall be exercised by or under the authority of and the business and affairs of the corporation shall be managed under the direction of the shareholders of this corporation.

#### ARTICLE XII CORPORATE POWERS

This corporation shall have all the corporate power enumerated in the Florida General Corporation Act.

ARTICLE XIII  
PRINCIPAL OFFICE

The initial street address in the State of Florida of the principal office of this corporation is 15778 S.W. 77th Street, Miami, Florida 33193. The corporation may change its principal office from time to time.

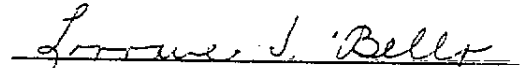
ARTICLE XIV  
INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida this 30 day of April, 2001



Oscar E. Bello



Lorraine S. Bello

STATE OF FLORIDA) ) ss.  
COUNTY OF DADE )

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State of Florida to take acknowledgments, personally appeared Oscar E. Bello, to me well known to be the persons described in and who executed the foregoing Articles of Incorporation, as incorporators and acknowledged before me that they subscribed to said Articles of Incorporation.

WITNESS my hand and official seal this 30 day of April, 2001, at Miami, Dade County, Florida.

  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES:

FILED

01 MAY 10 PM 2:22

REGISTERED AGENT CERTIFICATE

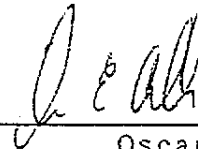
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

In accordance with Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That SOFLA Liesure, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Miami, Dade County, Florida, has named Oscar E. Bello, 15778 S.W. 77th Street, Miami, Florida 33193, as its registered agent to accept service of process within this State.

ACKNOWLEDGMENT

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



Oscar E. Bello