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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

BELMOND GROUP, INCORPORATED

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**ARTICLES OF INCORPORATION
OF
BELMOND GROUP, INCORPORATED**

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I - NAME

BELMOND GROUP, INCORPORATED

ARTICLE II - PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

12274 NW 48th DRIVE
CORAL SPRINGS, FL 33076

ARTICLE III - CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS ONE THOUSAND (1,000) SHARES HAVING A PAR VALUE OF ONE DOLLAR (1.00) PER SHARE.

ARTICLE IV - INITIAL BOARD OF DIRECTORS

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION IS TWO (2). THE NUMBER OF DIRECTORS MAY EITHER BE INCREASED OR DECREASED FROM TIME TO TIME BY AN AMENDMENT OF THE BY-LAWS BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS ARE:

ZENRIN H. R. BELMOND
12274 NW 48th DRIVE
CORAL SPRINGS, FL 33076

HEIDI B. BELMOND
12274 NW 48th DRIVE
CORAL SPRINGS, FL 33076

ARTICLE V - OFFICERS

THE OFFICERS OF THE CORPORATION ARE:

ZENRIN H. R. BELMOND - PRESIDENT
HEIDI B. BELMOND - VICE-PRESIDENT

ARTICLE VI - INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

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ARTICLE VII - INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

BARRY S. BENDETOWIES
10100 W SAMPLE RD SUITE 317, CORAL SPRINGS, FLORIDA 33065

ARTICLE VIII - INITIAL REGISTERED AGENT AND ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

BARRY S. BENDETOWIES
10100 W SAMPLE ROAD SUITE 317, CORAL SPRINGS, FLORIDA 33065

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS DATE :
AUGUST 1, 2001

Barry S. Bendetowies
BARRY S. BENDETOWIES, INCORPORATOR

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS BELMOND GROUP, INCORPORATED
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

BARRY S. BENDETOWIES
10100 W SAMPLE ROAD SUITE 317, CORAL SPRINGS, FLORIDA 33065

SIGNATURE Barry S. Bendetowies
TITLE: INCORPORATOR

DATE: AUGUST 1, 2001

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HAVING BEEN NAMED REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 STATEUTES 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.

Barry S. Bendetowies
REGISTERED AGENT DATE: AUGUST 1, 2001

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