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DIVISION OF CORPORATIONS

BILZIN SUMBERG

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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : BILZIN, SUMBERG DUNN BAENA PRICE & AXELROD LLP.

Account Number : 075350000132

Phone : (305) 374-7580

Fax Number : (305) 350-2446

FLORIDA PROFIT CORPORATION OR P.A.

CONSTRUCTA HOSPITALITY SERVICES, INC.

Certificate of Status	1
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Page Count	03
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EFFECTIVE DATE
9-6-01

01 SEP 13 AM 8:58

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BILZIN SUMBERG

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NO. 001

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Fax Audit No.: H01-99584

**ARTICLES OF INCORPORATION
OF
CONSTRUCTA HOSPITALITY SERVICES, INC.**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLE I -- NAME

The name of this corporation is Constructa Hospitality Services, Inc.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

1501 Collins Avenue
3rd Floor
Miami Beach, FL 33139.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of \$1.00.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1501 Collins Avenue
3rd Floor
Miami Beach, FL 33139;

and the name and address of the initial registered agent of this corporation are:

Name

Address

Andy Kwiat

1501 Collins Avenue
3rd Floor
Miami Beach, FL 33139

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ARTICLE VI -- COMMENCEMENT

This corporation shall commence as of 12:01 A.M. on September 6, 2001.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of three (3) persons. The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation. The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Marc Pietri	1501 Collins Avenue 3 rd Floor Miami Beach, FL 33139
Eric Fazilleau	1501 Collins Avenue 3 rd Floor Miami Beach, FL 33139
Jean Marc Meunier	1501 Collins Avenue 3 rd Floor Miami Beach, FL 33139.

ARTICLE VIII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

<u>Name</u>	<u>Address</u>
Constructa U.S., Inc., (a Delaware corporation)	1501 Collins Avenue 3 rd Floor Miami Beach, FL 33139.

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this

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corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof as of the 6th day of September, 2001.

CONSTRUCTA U.S., INC., a
Delaware corporation

By: Print Name: Andrew KwiatPrint Title: Secretary

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, who has been designated in the foregoing Articles of Incorporation as registered agent for the corporation therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said corporation, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida corporation.

Dated: September 6, 2001.


Andy Kwiat