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| Requester's Name Tracey Barone | |
| P.O. Box EE 15240 Nassau, Bahamas | |
| City/State/Zip | Phone # |

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****122.50 *****78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

FILED
01 OCT 29 AM 8:57
SECRETARY OF STATE
PALM BEACH, FLORIDA

10/30

Examiner's Initials *cy*

**ARTICLES OF INCORPORATION
OF
SUN, SAND AND SEA U.S.A., INC.**

ARTICLE I: NAME

The name of the corporation is: Sun, Sand and Sea U.S.A., Inc.

ARTICLE II: NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to do all things which natural persons might lawfully do in the premises as follows: corporate and group meeting and incentive planning and co-ordination, and related services and investments of every kind, nature and description.

ARTICLE III: CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock with a par value of ONE DOLLAR (\$ 1.00) for each share.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin doing business is FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI: ADDRESS

The initial post office address of this corporation in the State of Florida is: P.O. Box EE 15240, Nassau, Bahamas.

ARTICLE VII: DIRECTORS

This corporation shall not have less than one (1) Director initially. The number of Directors may be increased from time to time as the Stockholder(s) desire, in accordance with the by-laws hereof, but at no time shall there be a number less than one.

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OCT 29 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the first Board of Directors and Officers of this Corporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>TITLE</u> | <u>OFFICE</u> |
|---------------|--------------------------------------|--------------|---------------|
| Tracey Barone | P.O. Box EE 15240 Nassau, Bahamas | Director | President |

ARTICLE IX: SUBSCRIBERS

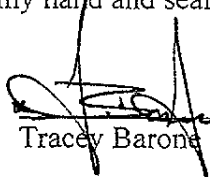
The names and post office addresses of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration paid therefor are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u># OF SHARES</u> | <u>AMOUNT PAID</u> |
|---------------|--------------------------------------|--------------------|--------------------|
| Tracey Barone | P.O. Box EE 15240 Nassau, Bahamas | 500 | \$ 500.00 |

ARTICLE X: AMENDMENT

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 a Stockholders meeting by a majority of the Stockholders.

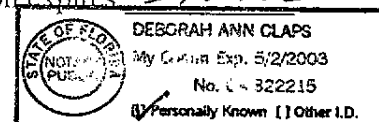
IN WITNESS WHEREOF I have hereunto set my hand and seal this 22 day of October, 2001.


Tracey Barone

STATE OF FLORIDA;
COUNTY OF BROWARD:

I hereby certify that on this day, before me, Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **Tracey Barone** to me known to be the person described as Subscriber in and who executed the forgoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation. Witness my hand and official seal this 22 day of October, 2001.

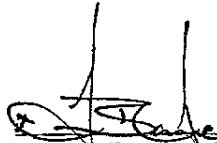
Deborah Claps Notary Public My Commission expires: 5/2/03



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:**

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST - that Sun, Sand and Sea U.S.A., Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the city of Ft. Lauderdale, State Florida has named Colin Furness located at 3300 N.E. 14th Court, Ft. Lauderdale, Florida 33304, as its agent to accept service of process within Florida.



Tracey Barone, President
October 22, 2001

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.



Colin Furness, Registered Agent
October 22, 2001

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01 OCT 29 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA