

P020000 43482

MAX D. PUYANIC

BRICKELL WEST
51 SOUTHWEST NINTH STREET • MIAMI, FLORIDA 33130
TEL: (305) 373-0220 • FAX: (305) 358-9023

FILED

02 APR 22 PM 4:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 5, 2002

VIA OVERNIGHT COURIER

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

600005222586--3
-04/09/02--01050--004
*****78.75 *****70.00

600005222586--3
-04/09/02--01050--004
*****78.75 *****78.75

RE: Bluehouse, Inc.

Dear Sir/Madame:

Enclosed please find the Articles of Incorporation for the above referenced entity together with a photocopy of the same. You will also find enclosed our check in the amount of \$78.75 representing the following:

Filing Fee:	\$35.00
Registered Agent Fee:	35.00
Certified Copy:	8.75

We look forward to receipt of the certified copy and have provided a self-addressed envelope for your convenience and to expedite the return of the filed Articles of Incorporation. Thank you for your cooperation. If there are any questions, please contact my office at (305) 373-0220.

Sincerely,



Oakley B. Cline
Legal Assistant

Enc.

W02-10602

D. WHITE APR 22 2002

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 15, 2002

MAX D. PUYANIC, ESQUIRE
51 SW 9 ST
MIAMI, FL 33130

SUBJECT: BLUEHOUSE, INC.
Ref. Number: W02000010601

We have received your document for BLUEHOUSE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 702A00022400

**ARTICLES OF INCORPORATION
OF
THE BLUE HOUSE RESORT, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be: **THE BLUE HOUSE RESORT, INC.**

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

51 S.W. 9 STREET, MIAMI, FLORIDA 33130

ARTICLE III

NATURE OF THE CORPORATE BUSINESS

The Corporation may engage in or transact any and all activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

TERMS OF EXISTENCE

The Corporation shall exist perpetually commencing with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Thousand (1000) shares of one class of common stock having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE VI

INITIAL REGISTERED AGENT

The Corporation's initial registered agent and registered office in the State of Florida shall be:

INITIAL REGISTERED AGENT: Max D. Puyanik

INITIAL REGISTERED OFFICE: 51 SW 9 Street, Miami, Florida 33130

ARTICLE VII

BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is three. The number of Directors may be either increased or decreased from time to time by amendment to the By-Laws but shall never be less than the number of the initial Board of Directors.

The name and address of the initial Directors are as follows:

Richard S. Bertold
28405 S.W. 170 Avenue
Homestead, FL 33030

Russell A. Bertold
25550 S.W. 147 Avenue
Homestead, FL 33032

ARTICLE VIII

INCORPORATORS

The name and address of the Incorporator executing these Articles of Incorporation is as follows:

INCORPORATOR: Max D. Puyanik

ADDRESS: 51 SW 9 Street, Miami, Florida 33130

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and Stockholders.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any officer or Director or any former officer or Director to the full extent permitted by law.

ARTICLE XI

RIGHT TO AMEND

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or amendments hereto and any right conferred upon the Stockholders is subject to this reservation.

ARTICLE XII

VOTING RIGHTS

At each election of Directors, every Stockholder entitled to vote shall have the right to accumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

ARTICLE XIII

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

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a Corporation to do business with the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

WDR
Incorporator

**ACKNOWLEDGEMENT AND CONSENT
OF REGISTERED AGENT**

Having been named as Registered Agent and 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 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.

WDR
Max D. Puyan

Date: April 5/2002

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING INSTRUMENT was acknowledged before me this 5 day of April, 2002, by Max D. Puyan who is personally known to me and who did not take an oath.

Yvette Zaccaria
Notary Public

My Commission Expires:

