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**AGENTS'  
INTERNATIONAL  
HOTEL / RESORT  
REGISTRY**



P.O. Box 590  
Palm Beach, Florida 33480

Office Use Only

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

FILED  
02 MAY -6 AM 9:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. \_\_\_\_\_ (Document #)  
e)

2. \_\_\_\_\_ (Document #)  
(Corporation Name)

3. \_\_\_\_\_ (Document #)  
(Corporation Name)

4. \_\_\_\_\_ (Document #)  
(Corporation Name)

- ☐ 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

Examiner's Initials

5/10/02

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ARTICLES OF INCORPORATION  
OF  
AMERICAN RESORT PROPERTIES, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation*

ARTICLE I. NAME

The name of the corporation shall be: AMERICAN RESORT PROPERTIES, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business for this corporation shall be: 226-A Royal Palm Way, Palm Beach, Florida 33480. Principal mailing address shall be: P.O. Box 590, Palm Beach, Florida 33480.

ARTICLE III. SHARES

The number of shares of stock that this corporation is authorized to have shall be 1 million shares.

ARTICLE IV. INITIAL REGISTERD OFFICE AND AGENT

The street address of the initial registered office of this corporation is 226-A ROYAL PALM WAY, PALM BEACH, FL. 33480. The registered agent of this corporation at that address is JANE B. BAKER.

ARTICLE V. PURPOSE

The purpose of this corporation shall be Real Estate, Marketing, Sales and Finance.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:  
Ronald N. Sadaka  
8145 Swaps Way  
Palm Beach Gardens, FL 33418

## ARTICLE VII. OFFICERS AND DIRECTORS

The officers and directors initially shall be:

President: Ronald N. Sadaka  
8145 Swaps Way  
Palm Beach Gardens, FL 33418

Vice President,  
Secretary/Treasurer: Ronald N. Sadaka  
8145 Swaps Way  
Palm Beach Gardens, FL 33428

## ARTICLE VIII. RESTRICTIONS ON TRANSFER OF STOCK

One half million shares of capital stock of this corporation shall be held in reserve and one half million shall be issued initially to the following persons and in the amounts set opposite their names:

Jane B. Baker	600,000 shares.
Ronald N. Sadaka	400,000 shares

Shares held by the initial Shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.


## ARTICLE IX. SHAREHOLDERS' MEETING REQUIRED

Any action of the Shareholders of this corporation must be taken at a meeting of Shareholders of this corporation, duly called as provided by law.

## ARTICLE X. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

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

The undersigned incorporator has executed these Articles of Incorporation this  
3 day of May 2002.

  
\_\_\_\_\_  
Ronald N. Sadaka, President

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


**CERTIFICATE OF DESITNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVIVISIONS 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: AMERICAN RESORT PROPERTIES, INC.
2. The name of the registered agent and office is:

Jane B. Baker  
226-A Royal Palm Way  
Palm Beach, FL 33480

*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 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.*

  
Jane B. Baker

5/3/02  
Date