

PO2000054951
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

500005556075--4
-05/16/02--01086--002
*****70.00 *****70.00

SUBJECT: Hotel Max, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Sheila K. Boyce
Name (Printed or typed)

1794 Opechee Drive
Address

Miami, FL 33133
City, State & Zip

305-857-0466
Daytime Telephone number

02 MAY 16 AM 11:32
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

m sl/17

**ARTICLES OF INCORPORATION
OF
HOTEL MAX, Inc.**

The undersigned, acting as incorporator of HOTEL MAX, Inc. (the "Corporation") under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation shall be: HOTEL MAX, Inc.

ARTICLE II

COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida

ARTICLE III

DURATION

The duration of the Corporation will be perpetual.

ARTICLE IV

PURPOSE

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE V

PRINCIPAL OFFICE AND MAILING ADDRESS

The street address and mailing address of the principal office of the Corporation is:

1794 Opechee Drive
Miami, FL 33133

FILED
02 MAY 16 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock at \$.01 par value per share

ARTICLE VII

INITIAL REGISTERED AGENT

The name of the Corporation's initial registered agent is Norman T. Roberts, and the agent's street address is 50 W. Mashta Drive, Suite 4, Key Biscayne, FL 33149

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time, as provided in the Bylaws. The names and addresses of the initial directors are:

| <u>Name</u> | <u>Address</u> |
|------------------|--|
| Thomas H. Boyce | 1794 Opechee Drive Miami, FL 33133 |
| Sheila K. Boyce | 1794 Opechee Drive Miami, FL 33133 |
| I. Edward London | 50 W. Mashta Drive Key Biscayne, FL 33149 |

ARTICLE IX

INCORPORATOR

The name and street address of the Incorporator is:

| <u>Name</u> | <u>Address</u> |
|-----------------|---------------------------------------|
| Sheila K. Boyce | 1794 Opechee Drive Miami, FL 33133 |

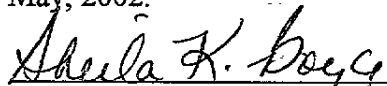
ARTICLE X

INDEMNIFICATION

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he or she was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorney's fees, reasonably incurred by him or her in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.


The rights accruing to any person under the foregoing provision shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of May, 2002.


Sheila K. Boyce, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for HOTEL MAX, Inc. in the foregoing Articles of Incorporation, I hereby agreed to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.


NORMAN T. ROBERTS,

5-14-02
Date

02 MAY 16 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA