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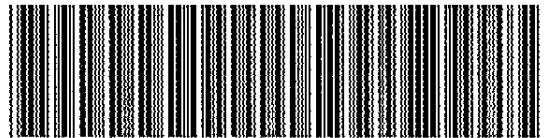
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DIVISION OF CORPORATIONS
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ACCOUNT NO. : 072100000032

REFERENCE : 862747 121767A

AUTHORIZATION

COST LIMIT : \$ 70.00

Patricia Pigato

ORDER DATE : December 18, 2002

ORDER TIME : 2:37 PM

ORDER NO. : 862747-005

CUSTOMER NO: 121767A

EFFECTIVE DATE

12-17-02

CUSTOMER: Brad K. Saunders, Esq.
Karp & Genauer, P.a.

Suite 1202
2 Alhambra Plaza
Coral Gables, FL 33134

DOMESTIC FILING

NAME: SOUTH BEACH CONDO
INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
SOUTH BEACH CONDO INVESTMENTS, INC.

The undersigned incorporator, for purposes of forming a corporation for profit under the Florida Business Corporation Act (the "Act"), hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is:

SOUTH BEACH CONDO INVESTMENTS, INC.

EFFECTIVE DATE
12-17-02

ARTICLE II

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

ARTICLE III

Authorized Capital

The corporation is authorized to issue One Thousand (1,000) shares of common stock, with a par value of \$0.01 per share.

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ARTICLE IV

Principal Office and Mailing Address

The principal office and mailing address of the corporation is c/o Airport Key Corp. 7500 N.W. 25th Street, Suite 207, Miami, Florida 33122.

ARTICLE V

Initial Registered Agent and Office

The name of the initial registered agent of the corporation is Alhambra Registered Agents, Inc. The street address of the initial registered office of the corporation is 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134.

ARTICLE VI

Incorporator

The name and address of the Incorporator to these Articles of Incorporation is Alhambra Registered Agents, Inc., 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134.

ARTICLE VII

Initial Director

The corporation shall initially have one (1) director. The name of the initial director is Tommaso Berger.

ARTICLE VIII

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

Indemnification

The corporation shall indemnify, to the fullest extent permitted by law, the Incorporator and each officer and director of the corporation.

ARTICLE X

Effective Date

These Articles of Incorporation shall become effective on December 17, 2002.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17th day of December, 2002.

ALHAMBRA REGISTERED AGENTS, INC.

By: 
Martin J. Genauer, Vice President

ACCEPTANCE OF APPOINTMENT AS
REGISTERED AGENT

Having been named as registered agent for South Beach Condo Investments, Inc., a Florida corporation, at the location designated in its Articles of Incorporation, I hereby accept on behalf of Alhambra Registered Agents, Inc. the appointment as registered agent and agree to act in that 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.

ALHAMBRA REGISTERED AGENTS, INC.

By: 
Martin J. Genauer, Vice President

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