

JUN-16-2004 13:39

PAGE 1

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 JUN 16 A 7:39

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FLORIDA PROFIT CORPORATION OR P.A.

ISLAND PREMIER RESORTS LIMITED, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 04 |
| Estimated Charge | \$78.75 |

6-17-04

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ARTICLE OF INCORPORATION

ISLAND PREMIER RESORT LIMITED, INC.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

ISLAND PREMIER RESORTS LIMITED, INC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

- A. The total authorizes capital stock of this Corporation is One thousand (1,000) shares of Common Stock, par value \$1.00 per share.
- B. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall exist perpetually

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**ARTICLE V
ADDRESS OF PRINCIPLE OFFICE IN THIS STATE**

The initial street address of the principle office of this Corporation in the State of Florida is: 169 EAST FLAGLER STREET, SUITE 1527 MIAMI FLORIDA 33133

**ARTICLE VI
NUMBER OF DIRECTORS**

This Corporation shall have not less than one (1) Director

**ARTICLE VII
FIRST BOARD OF DIRECTORS**

The name and street address of the initial members of the Board of Directors are:

JOEL T. WILLIAMS
169 EAST FLAGLER STREET
SUITE 1527
MIAMI, FLORIDA 33131

**ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is: 169 EAST FLAGLER STREET, SUITE 1527, MIAMI FLORIDA 33131 and the name of the initial registered agent of this Corporation at this address is: DOMINIQUE M. LEROY

ARTICLE IX- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: DOMINIQUE M. LEROY, 169 East Flagler Street, Suite 1428, Miami FL 33131


DOMINIQUE M. LEROY

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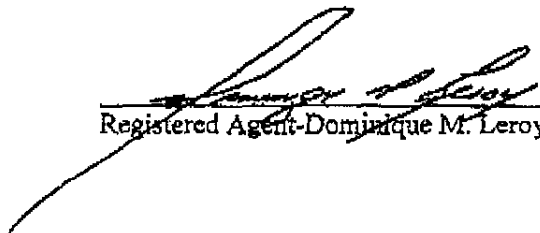
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 49.091 and Section 607.034(3) Florida Statutes, the following is submitted:

ISLAND PREMIER RESORT LIMITED, ^{INC.} a corporation under the laws of the State of Florida, with its principle place of business: 169 EAST FLAGLER STREET, SUITE 1527 MIAMI FLORIDA 33131, has named AS DOMINIQUE M. LEROY located at 169 East Flagler Street, Suite 1428, Miami Florida 33131, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby state that I am familiar with, and accept the obligations provided for the Florida Statutes Section 607.325, that I hereby accept to act in this capacity and agree to comply with the provisions of said sections relative to keeping open said office


Registered Agent-Dominique M. Leroy

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