

**Electronic Articles of Incorporation
For**

P04000145337
FILED
October 21, 2004
Sec. Of State
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MIAMI BAY PROPERTIES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MIAMI BAY PROPERTIES, INC.

Article II

The principal place of business address:

161 CAPE FLORIDA DRIVE
KEY BISCAYNE, FL. 33149

The mailing address of the corporation is:

161 CAPE FLORIDA DRIVE
KEY BISCAYNE, FL. 33149

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

BARTHE & LEIGH, LLP
2455 E. SUNRISE BLVD.
SUITE 602
FORT LAUDERDALE, FL. 33304

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: FREDERIC M. BARTHE, ESQ.

Article VI

The name and address of the incorporator is:

THIERRY PHILIPPE
161 CAPE FLORIDA DRIVE
KEY BISCAYNE, FL 33304

Incorporator Signature: THIERRY PHILIPPE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PSD
THIERRY PHILIPPE
161 CAPE FLORIDA DRIVE
KEY BISCAYNE, FL. 33149

Title: VP,D
FREDERIC M BARTHE
2455 E. SUNRISE BLVD., #602
FORT LAUDERDALE, FL. 33304

Article VIII

The effective date for this corporation shall be:

10/21/2004