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ARTICLES OF INCORPORATION  
OF  
SOUTH BEACH STREET DEVELOPMENT, INC.

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be South Beach Street Development, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address for the corporation is at: c/o The Jaymor Group, 105 West Beaver Creek, Units 9 & 10, Richmond Hill, Ontario, Canada L4B-1G6.

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - PURPOSES

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue and have outstanding One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the state of Florida is Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A.; 201 East Pine Street, Suite 500, Orlando, Florida 32801. The name of the initial registered agent of the corporation at such address is Marty A. Stone.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may either increase or decrease from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The initial directors of the corporation are:

Fabrizio Lucchese  
David A. Reed  
William P. Myers

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

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<u>Name</u>	<u>Address</u>
Marty A. Stone	201 East Pine Street Suite 500 Orlando, Florida 32801

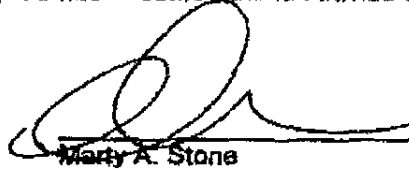
**ARTICLE IX - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in any manner permitted by law.

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act. from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27 day of January, 2005.



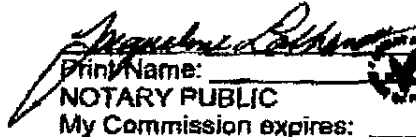
Marty A. Stone

("Incorporator")

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FILED  
CLERK OF DISTRICT COURT  
JAN 27 2005  
ORLANDO, FLORIDA

STATE OF FLORIDA )  
COUNTY OF ORANGE ) S.S.:

The foregoing instrument was acknowledged before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, this 27 day of January 2005 by Marty A. Stone who is personally known to me.



Print Name:  
NOTARY PUBLIC  
My Commission expires:

Jacqueline Luchessa  
My Commission ID0043710  
Expires September 25, 2006

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, Marty A. Stone, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to the Florida Business Corporation Act.



("Registered Agent")

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