

AUG-18

37

FROM

3387088

P.01700

F-1

# P05000115431

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000198459 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.**  
Doing so will generate another cover sheet.

To:

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

From:

Account Name : GREENBERG TRAUIG (WEST PALM BEACH)  
Account Number : 075201001473  
Phone : (561) 650-7900  
Fax Number : (561) 655-6222

2005 AUG 18 A 4 55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**FLORIDA PROFIT CORPORATION OR P.A.**

**SBD Santa Fe, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

8-19-05  
WC

((H05000198459 3)))

**ARTICLES OF INCORPORATION  
OF  
SBD SANTA FE, INC.**

**ARTICLE I - NAME**

The name of this corporation is SBD SANTA FE, INC. (the "Corporation").

**ARTICLE II - PRINCIPAL OFFICE**

The principal office of the Corporation is located at the following address:

1691 Michigan Avenue  
Miami Beach, FL 33139

**ARTICLE III - PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE V - CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of one cent (\$0.01) par value common stock, which shall be designated "Common Shares."

**ARTICLE VI - BYLAWS**

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

**ARTICLE VII - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

((H05000198459 3)))

FILED  
2005 AUG 18 AM 10:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(((H05000198459 3)))

**ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE**

The street address of the Corporation's registered office in the State of Florida is Daszkal Bolton, LLP, 2401 NW Boca Raton Boulevard, Boca Raton, FL 33431 and the name of its registered agent at such office is Timothy R. Devlin.

**ARTICLE IX - INCORPORATOR**

The name and address of the sole incorporator is Robert J. Robes, Esq., Greenberg Traurig, P.A., 5100 Town Center Circle, Suite 400, Boca Raton, Florida 33486.

**ARTICLE X - AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17<sup>th</sup> day of August, 2005.

  
\_\_\_\_\_  
ROBERT J. ROBES, Incorporator

(((H05000198459 3)))

((H05000198459 3)))

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article VIII of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 17<sup>th</sup> day of August, 2005.

  
\_\_\_\_\_  
Timothy R. Devlin

\\BOC-FS\1344\77\01\67618.010300

2005 AUG 18 A 10:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

((H05000198459 3)))