

**Electronic Articles of Incorporation
For**

P07000028352
FILED
March 05, 2007
Sec. Of State
bmcknight

CAY CLUBS REIT, 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:

CAY CLUBS REIT, INC.

Article II

The principal place of business address:

3501 SW 105 CT
MIAMI, FL. 33165

The mailing address of the corporation is:

3501 SW 105 CT
MIAMI, FL. 33165

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:

1500

Article V

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

STEPHEN A COLANGELO JR
3501 SW 105 CT
MIAMI, FL. 33165

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

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Registered Agent Signature: STEPHEN A. COLANGELO, JR.

Article VI

The name and address of the incorporator is:

STEPHEN A. COLANGELO, JR.
3501 SW 105 CT

MIAMI, FL 33165

Incorporator Signature: STEPHEN A. COLANGELO, JR.

Article VII

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

Title: CEO
STEPHEN A COLANGELO JR
3501 SW 105 CT
MIAMI, FL. 33165

Title: VP
SCOTT NYMAN
19 N AIRPORT RD
TAVERNIER, FL. 33070