

Florida Department of State
Division of Corporations
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To:
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Account Name : MOYLE, FLANIGAN, KATZ, RAYMOND, WHITE & KRASKER, P.A.
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FLORIDA PROFIT/NON PROFIT CORPORATION

SF HOTELS HOLDINGS, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
SF HOTELS HOLDINGS, INC.

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I
Name of Corporation

The name of this Corporation shall be SF HOTELS HOLDINGS, INC. (the "Corporation").

ARTICLE II
Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 777 NW 72nd Avenue, Executive Suites, Miami, Florida 33126.

ARTICLE III
Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

ARTICLE IV
Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
Preemptive Rights

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 rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation and the name of the initial registered agent of this Corporation is Georgi Zaczac, Sr., 777 NW 72nd Avenue, Executive Suites, Miami, FL 33126.

ARTICLE VIII
Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this Corporation are as follows:

Georgi Zaczac, Sr.	777 NW 72 nd Avenue, Executive Suites Miami, Florida 33126
Lourdes Zaczac	777 NW 72 nd Avenue, Executive Suites Miami, Florida 33126

ARTICLE IX
By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

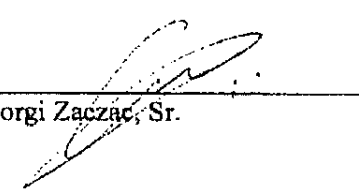
ARTICLE X
Indemnification

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

ARTICLE XI
Incorporator

The name and address of the person signing these Articles is as follows: Georgi Zaczac, Sr., 777 NW 72nd Avenue, Executive Suites, Miami, Florida 33126.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 17 day of April, 2007.



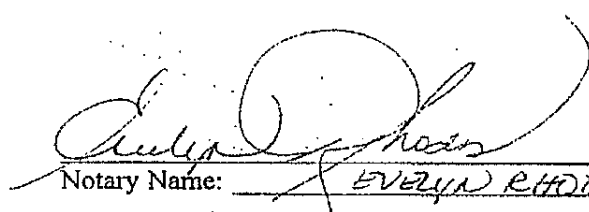
Georgi Zaczac, Sr.

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 17 day of April, 2007, by
Georgi Zaczac, Sr., as Incorporator of SF Hotels Holdings, Inc., on behalf of the Corporation, and he
is personally known to me or has produced _____ as identification and did
take an oath.



EVELYN RHODES
MY COMMISSION # DD 249842
EXPIRES: October 3, 2007
Revised thru Budget Notary Services



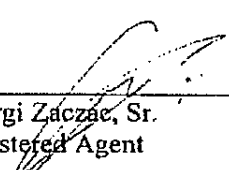
Notary Name: EVELYN RHODES

Notary Public: _____

Serial (Commission) Number: _____
(if any)

(NOTARY STAMP)

I hereby accept appointment as Registered Agent of SF Hotels Holdings, Inc. as provided in Article
VII, hereof.



Georgi Zaczac, Sr.
Registered Agent

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