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2008 MAR 10 PM 4:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AM & ASSOCIATES PA  
1689 NE 123<sup>RD</sup> ST  
NORTH MIAMI, FLORIDA 33181  
PHONE (305)-893-2669 FAX (305)891-3458  
E MAIL mabelromaniuk@bellsouth.net

MARZO 5, 2007

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
PO BOX 6327  
TALLAHASSEE FL 32314

REF NUMBER WO8000009542

PLEASE ADVISE THAT THE NAME OF THE CORPORATION IS  
**HOTELS & RESORTS MANagements CORP.**

A CHECK FOR THE COVERING FEE WAS MAILING IN ADVANCE.

THANK YOU

  
MABEL ROMANIUK



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 22, 2008

AM & ASSOCIATES PA  
MABEL ROMANIUK  
1689 NE 123RD ST.  
NORTH MIAMI BEACH, FL 33181

SUBJECT: HOTELS & RESORTS MANAGERMENTS CORP.  
Ref. Number: W08000009542

We have received your document for HOTELS & RESORTS MANAGERMENTS CORP.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Regulatory Specialist II

Letter Number: 408A00011335

ARTICLES OF INCORPORATION  
**HOTELS & RESORTS MANagements CORP.**

ARTICLES I NAME

The name of this Corporation is:

**HOTELS & RESORTS MANagements CORP.**

And its address is:

1687 NE 123<sup>RD</sup> ST STE 1 NORTH MIAMI FLORIDA 33181

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ARTICLES II. DURATION

This Corporation shall have perpetual existence.

ARTICLES III -PURPOSES

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

ARTICLES IV-CAPITAL STOCK

This corporation is authorized to issue 1000. Shares of (10.00) per value common stock, which shall be designated " common Shares".

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is:

JOSE FRANCISCO JIMENEZ CRIADO

1687 NE 123<sup>RD</sup> ST STE 1

NORTH MIAMI FLORIDA 33181

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1) . The names and addresses of the initial Directors of this Corporation are:

JOSE FRANCISCO JIMENEZ CRIADO (PRESIDENT) 1687 NE 123<sup>RD</sup> ST STE 1 NORTH MIAMI FLORIDA 33181

OMAR P JIMENEZ DIEGO (SECRETARY) 1687 NE 123<sup>RD</sup> ST STE 1 NORTH MIAMI FL 33181

ARTICLE VII BY LAWS

The Bylaws of this Corporation may be adopted, altered, amended o repealed by either the Shareholders or Directors.

ARTICLE VIII INDEMNIFICATION

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

ARTICLE IX INCORPORATOR

The name of the person signing these Articles is:

JOSE FRANCISCO JIMENEZ CRIADO

Address is:

1687 NE 123<sup>RD</sup> STE 1 NORTH MIAMI FLORIDA 33181

- Certificate designating Place of business or domicile for the service of process within Florida, naming Agent upon whom may be served in compliance with section 49.901 Florida Statutes, the following is submitted.

First that HOTELS & RESORTS MANAGEMENT CORP. corporation desiring to organize or qualify under the laws of the State of Florida with its principal place of Business at the

State of **FLORIDA** has name **JOSE FRANCISCO JIMENEZ CRIADO**

Located at 1687 NE 123<sup>RD</sup> ST STE 1 NORTH MIAMI FLORIDA 33181

City of MIAMI State of Florida as its agent to accept Services by process within Florida

Signature

Corporate officer

TITLE \_President

DATE 02/15/08

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Signature

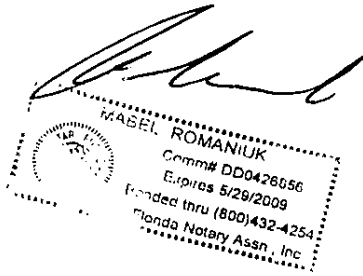
Resident Agent

ARTICLE X AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provision of the Florida Business Corporation act.

In Witness whereof, the undersigned has executed these Articles of Incorporation this 15 days of FEBRUARY OF 2008

My commission expires



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