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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

SBD Cruise, inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SBD CRUISE, INC.**

ARTICLE I - NAME

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

ARTICLE II - PRINCIPAL OFFICE

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

2650 N. Military Trail, Suite 240
Boca Raton, Florida 33431

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The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.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

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ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The street address of the Corporation's registered office in the State of Florida is 350 E. Las Olas Blvd., 10th Floor, Ft. Lauderdale, FL 33301, and the name of its registered agent at such office is BSPA Corporate Services, Inc.

ARTICLE IX - INCORPORATOR

The name and address of the sole incorporator is Daniel D. Mielnicki, Esq., Berger Singerman, 2650 N. Military Trail, Suite 240, Boca Raton, Florida 33431.

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 23rd day of April, 2009.


DANIEL D. MIELNICKI, Incorporator

04/23/2009

14:18

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 23rd day of April, 2009.

BSPA, INC.

By: _____

Its: VR _____