

**Electronic Articles of Incorporation
For**

P09000084974
FILED
October 14, 2009
Sec. Of State
jshivers

SANDALS REALTY GROUP, 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:

SANDALS REALTY GROUP, INC.

Article II

The principal place of business address:

500 SOUTH AUSTRALIAN AVENUE
6TH FLOOR
WEST PALM BEACH, FL. US 33401

The mailing address of the corporation is:

500 SOUTH AUSTRALIAN AVENUE
6TH FLOOR
WEST PALM BEACH, FL. US 33401

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:

100

Article V

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

TIMOTHY G GLASS
500 SOUTH AUSTRALIAN AVENUE
6TH FLOOR
WEST PALM BEACH, FL. 33401

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

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Registered Agent Signature: TIMOTHY G. GLASS

Article VI

The name and address of the incorporator is:

AMANDA R. GLASS
500 SOUTH AUSTRALIAN AVENUE
6TH FLOOR
WEST PALM BEACH, FL 33401

Incorporator Signature: AMANDA R. GLASS

Article VII

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

Title: P
AMANDA R GLASS
500 SOUTH AUSTRALIAN AVENUE, 6TH FLOOR
WEST PALM BEACH, FL. 33401 US

Article VIII

The effective date for this corporation shall be:

10/10/2009