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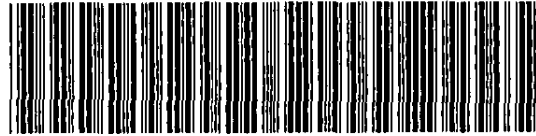
(Business Entity Name)

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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 689214 7548888
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 105.00

ORDER DATE : June 14, 2013

ORDER TIME : 11:56 AM

ORDER NO. : 689214-010

CUSTOMER NO: 7548888

DOMESTIC AMENDMENT FILING

NAME: 9011 COLLINS, INC.

RECEIVED JUN 14 2013

EFFECTIVE DATE:

☒ CERTIFICATE OF CONVERSION
☒ ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF CONVERSION
FOR
OTHER BUSINESS ORGANIZATION
INTO
FLORIDA CORPORATION**

In accordance with Section 607.1115, Florida Statutes, this Certificate of Conversion is submitted to convert 9011 COLLINS, INC., a Delaware corporation (the "Converting Organization"), into THE SURF CLUB, INC., a Florida corporation (the "Converted Organization").

1. The initial Certificate of Incorporation of the Converting Organization was filed in the State of Delaware on January 25, 2013. The name and form of the Converting Organization immediately prior to the filing of this Certificate of Conversion is 9011 COLLINS, INC., a Delaware corporation.

2. The conversion complies with the applicable laws of the State of Delaware.

3. The name of the Converted Organization as set forth in its Articles of Incorporation filed herewith is The Surf Club, Inc.

4. The effective date of the conversion shall be on the date of filing of this Certificate of Conversion, including the Articles of Incorporation of the Converted Organization to be filed herewith with the Florida Department of State.

Signed this 14th day of June, 2013.

Converting Organization:

9011 COLLINS, INC., a Delaware corporation

By: [Signature]
Nadim Achi, President

Converted Organization:

THE SURF CLUB, INC., a Florida corporation

By: [Signature]
Nadim Achi, incorporator

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ARTICLES OF INCORPORATION
OF
THE SURF CLUB, INC.

ARTICLE I - NAME

The name of the Corporation is The Surf Club, Inc. (hereinafter called the "Corporation").

ARTICLE II - MAILING ADDRESS

The current principal place of business and mailing address of the Corporation is 9011 Collins Avenue, Surfside, Florida 33154.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, having no par value.

ARTICLE IV - INITIAL REGISTERED AGENT

The name and street address of the initial registered office of the Corporation is:

Corporation Company of Miami
201 South Biscayne Boulevard
Suite 1500 (WGM)
Miami, Florida 33131

ARTICLE V - INCORPORATOR

The name of the incorporator of the Corporation is Nadim Achi, and the address of the incorporator is 9011 Collins Avenue, Surfside, Florida 33154.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than three (3). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Nadim Achi	9011 Collins Avenue Surfside, Florida 33154
Ernesto Schuetz	9011 Collins Avenue Surfside, Florida 33154

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Michael Conaghan

9011 Collins Avenue
Surfside, Florida 33154

ARTICLE VII - AMENDMENT

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

ARTICLE VIII - EFFECTIVE DATE

The Effective Date of these Articles of Incorporation shall be the date of filing of these Articles of Incorporation with the Florida Department of State.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 14th day of June, 2013.

By: _____

Nadim Achi, Incorporator

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TALLAHASSEE FLORIDA

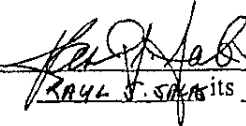
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ACCEPTANCE BY REGISTERED AGENT
OF
THE SURF CLUB, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in Article VI 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/her/its duties.

Date: June 13, 2013.

CORPORATION COMPANY OF MIAMI

By: 
RAY L. SMITH its PRESIDENT

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