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PAGE 01

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

BAY TERRACE CLUB, INC.

Certificate of Status	0
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Amended & Retooled
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AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective October 1, 1999 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name

If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Bay Terrace Club, Inc.
Old Name:

Article II. Address

The mailing address of the Corporation is:
Bay Terrace Club, Inc.
12401 NE 16 Avenue
North Miami FL 33161

Article III. Officers

The names and addresses of the Corporation's officers are:

President: Ronen Glazer
c/o Beach Plaza Hotel 1401 Collins Avenue Miami Beach FL 33139
Secretary: David Beit-Halchmay
c/o Beach Plaza Hotel 1401 Collins Avenue Miami Beach FL 33139
Treasurer: David Beit-Halchmay
c/o Beach Plaza Hotel 1401 Collins Avenue Miami Beach FL 33139

William Salgado | FL Bar Member 0147796
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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Article IV. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

Article V. Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

Article VI. Registered Agent

The name and address of the registered agent of the Corporation is:

Vered Labock
The Beach Plaza Hotel
1401 Collins Avenue
Miami Beach FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

Bay Terrace Club, Inc.

By: 

by Nelson G. Kasdin as attorney-in-fact

Name: Ronen Glazer

Title: President

Date: September 30, 1999

William Salgado I FL Bar Member 0147796
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Bay Terrace Club, Inc.

REGISTERED AGENT/OFFICE:

Vered Labock
The Beach Plaza Hotel
1401 Collins Avenue
Miami Beach FL 33139

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



VERED LABOCK

Date: October 1, 1999

William Salgado | FL Bar Member 0147796
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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