

H95000016411

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000002295)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: VILLAS AL LAGO DEVELOPMENT CORP.
FAX AUDIT NUMBER: H95000002295
DATE REQUESTED: 02/27/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:17:10
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003256

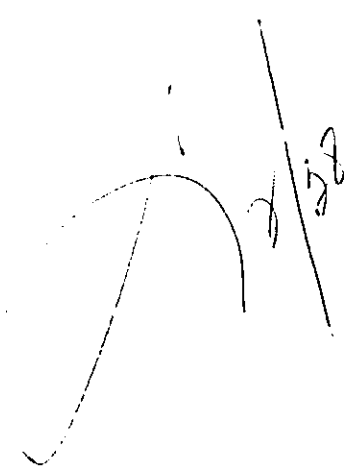
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H95000002295)))

** ENTER 'M' FOR MENU, **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:05:

RECEIVED
95 FEB 28 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 FEB 28 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION

OR

VILLAS AL LAGO DEVELOPMENT CORP.

ARTICLE I

The name of this corporation shall be:

VILLAS AL LAGO DEVELOPMENT CORP.

ARTICLE II

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue at any time is 1,000 share of \$1.00 par value each.

ARTICLE IV

The Shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or to acquire shares of the corporation to the extent that the Stockholders might so specifically set forth. Lacking this affirmative action by the Stockholders, there shall be no such preemptive rights.

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located at 1700 Granada, Coral Gables, Florida 33134, with the corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities, or countries as may from time to time be authorized by its Board of Directors.

PREPARED BY: GUIDO A. AGUILERA, ESQ. FLORIDA BAR NO. 135749
815 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134 (306) 445-8748

FILED
95 FEB 28 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 95000002295

H 95000002295

ARTICLE VII

H 95000002295

The initial registered office of this corporation shall be at 1700 Granada, Coral Gables, Florida, FL 33134. The initial registered agents at such address shall be:

RICARDO SARRIA

ARTICLE VIII

This corporation shall at all times have at least one and not more than five (5) Directors who shall conduct the business of the corporation as a Board of Directors. The Stockholders of this corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation.

ARTICLE IX

The names and address of the Members of the First Board of Directors who shall hold office until the first Annual Meeting of Shareholders and/or until their successors are elected and qualified or until their earlier resignation, removal from office, or death, are:

RICARDO SARRIA
1700 GRANADA
CORAL GABLES, FL 33134

FRANCISCO SARRIA
1700 GRANADA
CORAL GABLES, FL 33134

ARTICLE X

The names and addresses of the subscribers are:

RICARDO SARRIA
1700 GRANADA
CORAL GABLES, FL 33134

FRANCISCO SARRIA
1700 GRANADA
CORAL GABLES, FL 33134

ARTICLE XI

The By-Laws of this corporation may be created, amended, changed or replaced by either the Stockholders or the Directors of the corporation at any duly scheduled Special Meeting called for that purpose.

H 95000002295

ARTICLE XII

Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from any action, suit or proceedings, of whatever nature, to which he or she is or shall be made a part by reason of him or her being or having been a director of the corporation (whether or not he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him).

However, an exception is made to the above in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed in him as such Director. The right of indemnification herein provided for shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 24th day of February 1995.

Ricardo Barria
RICARDO BARRIA

Francisco Barria
FRANCISCO BARRIA

STATE OF FLORIDA)
COUNTY OF DADE } 188

The foregoing instrument was acknowledged before me this 24th day of February 1995, by RICARDO BARRIA AND FRANCISCO BARRIA, who is/are personally known to me and who did take an oath.

My Commission expires:

Jeanette Ruiz
JEANETTE RUIZ
NOTARY PUBLIC-STATE OF FLORIDA
COMMISSION NO.



OFFICIAL SEAL
JEANETTE RUIZ
My Commission Expires
Dec. 30, 1996
Comm. No. CC 268181

H 95000002295

H 95000002295

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

H 95000002295

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT VILLAS AL LAGO DEVELOPMENT CORP., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF CORAL GABLES, STATE OF FLORIDA, HAS NAMED RICARDO SARRIA, LOCATED AT CITY OF CORAL GABLES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: *Ricardo Sarría*
(SUBSCRIBER)
RICARDO SARRIA

DATE: FEBRUARY 24, 1995

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: *Ricardo Sarría*
(RESIDENT AGENT)
RICARDO SARRIA

DATE: FEBRUAR: 24, 1995

FILED
95 FEB 28 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 950000056 H