

1201 Hays Street
Tallahassee, FL 32304
(904) 222-0171
(904) 222-0393 FAX

800-342-8086



ACCOUNT NO. 0720000002

REFERENCE : 583191 81683A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : April 21, 1995

ORDER TIME : 9:59 AM

ORDER NO. : 583191

CUSTOMER NO: 81683A

CUSTOMER: Sonnia Paradela, Legal Asst
JEFFREY E. LEHRMAN, ESQ

Suite 300-d
2699 South Bayshore Drive
Miami, FL 33133

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DOMESTIC FILING

NAME: MIAMI DESTINATION, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

FILED
95 APR 21 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN APR 21 1995

ARTICLES OF INCORPORATION
OF
MIAMI DESTINATION, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, and privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be MIAMI DESTINATION, INC.

ARTICLE II

The general nature of the business or businesses to be transacted is: Any lawful business permitted by the laws of the State of Florida and the United States.

ARTICLE III

The amount of authorized capital stock of the corporation shall be five hundred (500) shares of common stock with par value of One Dollar (\$1.00) per share. The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of Florida, the value of such property, labor or services to be determined by the Board of Directors.

ARTICLE IV

The amount of capital with which the corporation shall begin business shall be at least Five Hundred Dollars (\$500.00).

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The post office address of the principal office of the corporation shall be 2699 S Bayshore Drive, Suite 300D, Coconut Grove, FL 33133, with the privilege, however, of having branch offices and places of business at any other place or places within the State of Florida or in foreign countries.

ARTICLE VII

The affairs of the corporation shall be conducted by a Board of at least one (1) director who need not be stockholder.

ARTICLE VIII

The names and addresses of the first Board of Directors of the corporation who, subject to the provisions of these Articles of Incorporation, the by-laws and general corporation laws of Florida, shall hold office until their successors have been elected and qualified are:

<u>Name</u>	<u>Address</u>
Jeffrey E. Lehrman	2699 S Bayshore Drive Suite 300D Miami, FL 33133

ARTICLE IX

The names and addresses of each subscriber of these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Jeffrey E. Lehrman	2699 S Bayshore Drive Suite 300D Miami, FL 33133

ARTICLE X

The Corporation shall at all times have the corporate powers presently given to the corporations by the statutes and law of the State of Florida; and, it shall have such further powers as from time to time, hereafter, are given to corporations by the statutes and law of the State of Florida. The Corporation is expressly authorized to enter into, honor and be bound by stockholder's agreements with and among stockholders of the Corporation. The Corporation is, further, authorized to enter into partnerships and joint ventures with other persons, firms and corporations.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation on the 20th day of April, 1995.


Jeffrey E. Lehrman, Esq.

State of Florida)
) SS:
County of Dade)

Before me, the undersigned authority, personally appeared Jeffrey E. Lehrman, to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged that he made and subscribed the same for the purposes and uses therein mentioned and set forth.

Witness my hand and seal at said County and State this 20th day of April, 1995.


Notary Public


RESIDENT AGENT RESIGNATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

MIAMI DESTINATION, INC.

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Jeffrey E. Lehrman, Esquire, Professional Corporation, located at 2699 S Bayshore Drive, Suite 300D, Miami, FL 33133, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Jeffrey E. Lehrman

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION
ANNUAL REPORT
1996

DOCUMENT #
1. Corporation Name

P95000031566 (9)

MIAMI DESTINATION, INC.

305 315 0220
Miami Address

Principal Place of Business
2000 S. BAYSHORE DRIVE
SUITE 3000
COCONUT GROVE FL 33133

2000 S. BAYSHORE DRIVE
SUITE 3000
COCONUT GROVE FL 33133

2. Principal Place of Business
21 401 Biscayne Blvd
Suite 1117
City Miami State FL

26. Mailing Address
20 12855 SW 136 Ave
Suite 108
City Miami State FL

22 City & State
23 Zip
24 33131
25 Dade

27 City & State
28 33186
29 Dade

LEHRMAN, JEFFREY E ESQ.
2000 S. BAYSHORE DRIVE
SUITE 3000
COCONUT GROVE FL 33133

Signature
Delete

11. Pursuant to the provisions of Sections 607, 608, and 609, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered agent. I am familiar with and accept the obligation of the corporation to pay the fee for this statement.

12. NAME
D LEHRMAN, JEFFREY E
2000 S. BAYSHORE DRIVE, SUITE 3000
MIAMI FL 33133

13. NAME
MS Panzergna
13364 SW 108th Circle
Miami FL 33186

14. NAME
Rowe Jerry
13384 SW 108th Circle
Miami FL 33186

15. NAME
MOMES Valrie
621 SW 77th Ave Suite 103B
Miami FL 33156

16. NAME
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17. NAME
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18. NAME
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OFFICERS AND DIRECTORS
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REINSTATEMENT

3. Date Incorporated or Qualified 04/21/1995
4. FLL Number 650663559
5. Certificate of Status Desired RA
6. Election Certificate Exemption
7. Election Certificate Exemption
8. This corporation has liability for intangible tax under 100.032, Florida Statutes
9. Name and Address of New Registered Agent

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