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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: GEIGER, KASDIN, MELLER & KUPFERSTEIN,
1428 BRICKELL AVE
6TH FLOOR
MIAMI FL 33131-
CONTACT: BEVERLY O RIEDY
PHONE: (305) 372-5000
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: VAN DYKE HOTEL, INC.

FAX AUDIT NUMBER: N95000004876

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5- 1-85 : 10:11 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 1/ 6

GEIGER, KASDIN, HELLER & HUFERSTEIN, P.A.
1420 BRICKELL AVENUE, 6TH FLOOR
MIAMI, FL 33131

(305) 372-5000

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DATE: September 2, 1994

TO: Secretary of State/Electronic Filing FAX TELEPHONE NO.: (904) 922-4000

FROM: Naissen O. Kasdin

RE: Van Dyke Hotel, Inc.

CLIENT NO.: 94525-401

Total Number of Pages (including cover page): 5

PLEASE CALL (305) 372-5000 if you experience any problems with this transmission.

ADDITIONAL COMMENTS:

Attached is Electronic Filing Cover Sheet and Articles of Incorporation for VAN DYKE HOTEL, INC.

SENT BY:

5- 1-85 : 10:12 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 5/ 6

PA #H95-000004876

**ARTICLES OF INCORPORATION OF
VAN DYKE HOTEL, INC.**

**ARTICLE I
NAME**

The name of the Corporation is VAN DYKE HOTEL, INC.

**ARTICLE II
DURATION**

This Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

**ARTICLE III
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida.

**ARTICLE IV
PRINCIPAL OFFICE**

The principal office of the corporation is: c/o NEWS CAFE, 800 Ocean Drive, Miami Beach, Florida 33139.

ARTICLE V

MAILING ADDRESS

The mailing address of the corporation is: c/o NEWS CAFE, 800 Ocean Drive, Miami Beach, Florida 33139.

Neisen O. Kasdin, Esq.
GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.
1428 Brickell Avenue, 6th Floor
Miami, Florida 33131
Telephone: (305) 372-5000
Florida Bar Number: 302783

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**ARTICLE VI
CAPITAL STOCK**

This Corporation is authorized to issue one hundred (1000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

**ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of this Corporation is 1428 Brickell Avenue, 6th Floor, Miami, Florida, 33131, and the name of the initial Registered Agent of this Corporation at that address is NEISEN O. KASDIN.

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles is:

Name

Address

NEISEN O. KASDIN

1428 Brickell Avenue, 6th Floor
Miami, Florida 33131

**ARTICLE IX
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE X
AMENDMENT**

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

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 1st day of May, 1995.



WEISEN O. KASDIN

STATE OF FLORIDA :
: SS:
COUNTY OF DADE :

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, WEISEN O. KASDIN, who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this 1st day of May, 1995.



NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



GAIL R. SNYDER
My Commission 00410884
Expires Sep. 22, 1995
Issued by FPM
889-025-1025

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J:\WORK\BAIL\WADTICE\NOTEL\AD1.DOC

SENT BY:

5- 1-85 : 16:13 :GEIGER KASDIN HELLER- DIV OF CORPORATIONS:# 6/ 6

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**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT VAN DYKE HOTEL, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, HAS NAMED NEISEN O. KASDIN,
LOCATED AT 1428 BRICKELL AVENUE, 6TH FLOOR, MIAMI, FLORIDA, 33131,
ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE
OF FLORIDA.



NEISEN O. KASDIN

Incorporator
TITLE

May 1st, 1995
DATE

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 THE CAPACITY OF REGISTERED AGENT, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



NEISEN O. KASDIN

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