

P96000021355

CAPITAL CONNECTION, INC.

917 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Beach Resort Management, Inc. **FILED**
96 MAR -8 AM 11:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Capital Express™
☐ Art. of Inc. Filing
☐ Corp. Record Search
☐ Ltd. Partnership Filing
☐ Foreign Corp. Filing
☒ () Cert. Copy(s)

☐ Art. of Amend. Filing
☐ Dissolution/Withdrawal
☐ C U S-
☐ Fictitious Name Filing

☐ Name Reservation
☐ Annual Report/Reinstatement
☐ Reg. Agent Service
☐ Document Filing

☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval

☐ UCC 1 or 3 Filing
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Filing No.'s, _____ Copies

☐ Courier Service
☐ Shipping/Handling
☐ Phone ()
☐ Top Priority
☐ Express Mail Prop.
☐ FAX () pgs.

SUBTOTALS _____

PA 3/8/96

REQUEST TAKEN CONFIRMED APPROVED
DATE 3-8-96
TIME _____ CK No. _____
BY Jen 12:00

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

96 MAR -8 AM 11:33
FILED

TALK-IN
Pick Up

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE

THANK YOU

FILED

96 MAR -8 AM 11:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BEACH RESORT MANAGEMENT, INC.

EFFECTIVE DATE
3-7-96

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of this corporation is BEACH RESORT MANAGEMENT, INC., and its principal office is located at 5626 - 57th Avenue North, St. Petersburg, Florida 33709.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgement of these Articles of Incorporation.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares at \$.10 par value common stock, all of one class and series which shall be designated "common shares." The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of this corporation may be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 5626 - 57th Avenue North, St. Petersburg, Florida 33709 and the name of this corporation's initial registered agent is Cynthia M. Iskander.

ARTICLE VII
INCORPORATORS

The name and address of the incorporator is Cynthia M. Iskander.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have one director(s) and/or officer(s) initially. The number of directors and/or officers may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial director and officers of this corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Cynthia M. Iskander	5626 - 57th Avenue North St. Petersburg, Florida 33709	President, Secretary, Director

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X
SHAREHOLDER QUORUM AND VOTING

Fifty-one percent, (51%), of the issued shares entitled to vote, represented in person or

by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII

AMENDMENT

This corporation reserves the right, by a majority vote of shareholders, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV

CUMULATIVE VOTING

FILED

96 MAR -8 AM 11:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

At each election for directors, every shareholder entitled to vote have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

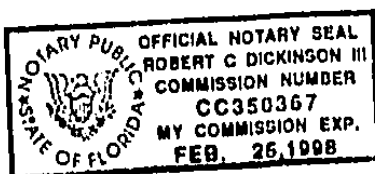
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of March, 1996.

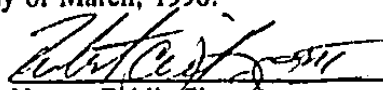

Cynthia M. Iskander, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in this State and County set forth above, personally appeared Cynthia M. Iskander, to be the person who executed the foregoing Articles of Incorporation who is personally known to me or who has produced Maryland ID License # 535 as identification and who did take an oath and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of March, 1996.





Notary Public Signature
Notary Name Printed: Robert C Dickinson
My Commission Expires: February 25, 1998

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept services for process for Beach Resort Management, Inc. at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.


CYNTHIA M. ISKANDER