

996000034210
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SUBJECT: SELECT FLORIDA INC.
(Proposed corporate name - must include suffix)

FILED
95 APR 17 4:11:35
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certificate	<input type="checkbox"/> \$122.50 Filing Fee & Certified Copy	<input type="checkbox"/> \$131.25 Filing Fee, Certified Copy & Certificate
Additional Copy Required			

FROM: JESUS R. DIAZ
Name (printed or typed)

4105 Ponce de Leon Blvd.
Address

CORAL GABLES FL 33146
City, State & Zip

(305) 666-8944
Daytime Telephone number

Jesus Diaz GAVE
AUTHORIZATION BY PHONE TO
CORRECT corp name
DATE 4-22-96
DOC. EXAM dlz

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF**

SELECT FLORIDA RESORTS, INC.

FILED

96 APR 17 AM 11:35

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporator(s) of

SELECT FLORIDA RESORTS, INC.

A corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be: **SELECT FLORIDA RESORTS, INC.**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose of the corporation shall be to engage in all retail and wholesale trade or business, real estate, management, sales and/or services as provided for under the laws of the State of Florida, and any and all other business activities permitted under the laws of the State of Florida and the United States of America, with the exception of banking or banking activities, unless otherwise permitted by special charter in which an Amendment will be attached to these Articles of Incorporation permitting same.

ARTICLE IV

The principal place of business of the corporation shall be located at:

**4105 Ponce de Leon Boulevard
Coral Gables, FL 33146**

ARTICLE V

The capital stock of the corporation authorized, the par value thereof, and the characteristics of such stock shall be as follows:

7,500 shares at \$1.00 par value

All of such stock shall be payable in cash or other valuable property, real or personal, tangible

or intangible, or in labor or services actually performed for the said corporation, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE VI

The name of the initial Registered Agent in the State of Florida authorized to accept service of process on behalf of said corporation and his address shall be:

JESUS R. DIAZ
4105 Ponce de Leon Blvd.
Coral Gables, FL 33146

ARTICLE VII

The number of directors constituting the initial Board of Directors of this corporation shall be One, whose name(s) and Address (es) are as follows:

JESUS R. DIAZ
4105 Ponce de Leon Blvd.
Coral Gables, FL 33146

ARTICLE VIII

The corporation shall be deemed to exist as a valid corporation under the Laws of the State of Florida on the date in which the Articles of Incorporation are filed in the office of the Secretary of State.

ARTICLE IX

The name(s) and address(es) of the incorporators will be as follows:

Name:

JESUS R. DIAZ

Address:

4105 Ponce de Leon Blvd.
Coral Gables, FL 33146



Incorporator

Incorporator

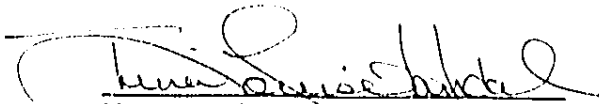
Date this 16th Day of April, 1996.

STATE OF FLORIDA)

COUNTY OF Dade)

Before me, the undersigned authority, personally appeared _____
JESUS R. DIAZ
who (is) (are) the person(s) described in and who subscribed to the foregoing Articles of
Incorporation of SELECT FLORIDA RESORTS, INC.
a Florida corporation, and who acknowledged before me that (t)he(y) did freely and voluntarily
subscribe to the same for the uses and purposes therein described and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami,
in said County and State aforesaid this 16th Day of April, 1996.


Notary Public, State of Florida at Large

My commission expires:



TINA LOUISE MANGAL
My Comm. Exp. 7/10/97
Bonded By Service Ins
No. CC301257
Hessle My Room 1101st L.D.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: SELECT FLORIDA RESORTS, INC.

2. The name and address of the registered agent and office is:

JESUS R. DIAZ
(NAME)

4105 Ponce de Leon Blvd.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

CORAL GABLES FL 33146
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

J R Diaz
(SIGNATURE)

4/16/96
(DATE)