1201 HAYS STREET 800-142-8086 TAUAMASSUE, II jagoi-2607

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PHINIT INTERNET ACCOUNT NO. 1 072100000032

REFERENCE: 971866 8763A

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : May 31, 1996

ORDER TIME : 10:56 AM

ORDER NO. : 971866

NAME:

CUSTOMER NO: 8763A

CUSTOMER: Michael Gomes, Esq MICHAEL N. GOMES, ESQ

Suite 210

2401 East Atlantic Boulevard Pompano Beach, FL 33062

DOMESTIC FILING

SOUTH BEACH, INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION __ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 31, 1996

CSC NETWORKS 1201 HAYS ST TALLAHASSEE, FL 32301

SUBJECT: SOUTH BEACH, INC. Ref. Number: W96000011578

RESUBMIT

Please give original submission date as file date.

We have received your document for SOUTH BEACH, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Fiorida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

hen the document is resultate your document is properly harmally you have any questions about the availability of a possible of the second of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please of the possible of your document, please of the possible of your document, please of the possible of your document, please of your document, your d

FILED STATE

ARTICLES OF INCORPORATION OF THE PROPERTY OF THE PORTIONS OF

CLUB SOUTH BEACH, INC.

96 MAY 31 PH 1: 17

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is:

CLUB SOUTH BEACH, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is 100, all of which shall be common shares with \$1 par value.

ARTICLE FIVE

PRINCIPAL CORPORATE OFFICE

The address of the principal office of this corporation shall be 3200 E. Oakland Park Blvd., Fort Lauderdale, FL 33308, and the mailing address of the corporation shall be the same.

ARTICLE SIX

REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3200 E. Oakland Park Blvd., Fort Lauderdale, FL 33308, and the name of the initial registered agent of the corporation at that address is John E.F. Cooper.

ARTICLE SEVEN

SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and the corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 25 U.S.C. 1361 et seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE EIGHT

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are John E.F. Cooper, 3200 E. Oakland Park Blvd., Fort Lauderdale, FL 33308.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on May 31, 1996.

John E.F. Cooper/

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was acknowledge before me on May 31, 1996, by John E.F. Cooper, who produced his New York driver's license as identification and who did not take an oath.

Notary Public

OFFICIAL NOTARY SEAL
JANE E COMES
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC470293
MY COMMISSION EXP. JULY 8,1999

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned, having been designated as Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

John E.F. Coorer