

1201 BAYS STREET
MIAMI, FL 33131
TEL 305-441-0866
FAX 305-441-0866
P9600072625



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96 AUG 29 AM 10:59

PRINCIPAL LEGAL SERVICES ACCOUNT NO. : 0721000000320 CORPORATION

REFERENCE : 069614-81133A

AUTHORIZATION : Patricia Tizut

COST LIMIT : \$70.00

ORDER DATE : August 29, 1996

ORDER TIME : 10:19 AM

ORDER NO. : 069614

CUSTOMER NO: 81133A

300001935443

CUSTOMER: Jose Saavedra, Esq
JOSE A. SAAVEDRA, ESQ

8th Floor
1428 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: ~~SBR CORPORATION~~

EFFECTIVE DATE:

☒ 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: Princess Laguio

EXAMINER'S INITIALS:

502-672
WPK-18187

8/3/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 29 AM 10:09



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

RECEIVED
96 AUG 30 AM 11:37
DIVISION OF CORPORATION

August 29, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SBR CORPORATION
Ref. Number: W96000018187

RESUBMIT
Please give original
submission date as file date.

We have received your document for SBR CORPORATION 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 Florida" 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.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 696A00040908

RESUBMIT
Please give original
submission date as file date.

FILED
SECRETARY OF STATE
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96 AUG 29 PM 10:09

**ARTICLES OF INCORPORATION
OF
SOUTH BEACH ROYAL HOTEL CORPORATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

06 AUG 29 AM 10:09

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the Corporation is South Beach Royal Hotel Corporation c/o Jose A. Saavedra, Esq., 1428 Brickell Avenue, 8th Floor, Miami, Florida 33131 respectively.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock having a one cent (\$0.01) par value per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The initial registered office of this Corporation shall be 1428 Brickell Avenue, 8th Floor, Miami, FL 33131, and the initial registered agent of this Corporation at such office shall be Jose A. Saavedra, Esq., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process, and with the provisions of Section 607.0505, Florida Statutes, as amended from time to time, with respect to his duties as registered agent.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) members. The number of directors may be increased from time to time by vote of the stockholders, but in no case shall the number of directors be more than five. The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Norman Kerr	2469 Collins Avenue Miami Beach, FL 33139

ARTICLE VII - INCORPORATOR

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

Name

Address

Jose A. Saavedra

1420 Brickell Avenue, 8th Floor
Miami, FL 33131

Jose A. Saavedra
Incorporator

STATE OF FLORIDA

} SS:

COUNTY OF DADE

The foregoing Articles of Incorporation of South Beach Royal Hotel Corporation were acknowledged before me this 27 day of August, 1996 by Jose A. Saavedra, as Incorporator, who produced his Florida drivers license as identification, but did not take an oath.

Notary Public
My Commission Expires May 1, 1997
Bonded by HAI
#004221885

My commission expires : 5/14/99

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for South Beach Royal Hotel Corporation at the place designated in the Articles of Incorporation, Jose A. Saavedra, Esq., agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505.

Date: August 27, 1996

Jose A. Saavedra

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 29 AM 10:09

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LAW OFFICES
COHEN, BERKE, BERNSTEIN, BRODIE & KONDELL
A PROFESSIONAL ASSOCIATION

Francisco J. Arbide
Extension 1330

TRINITY MARK CENTER
19TH FLOOR
2601 SOUTH BAYSHORE DRIVE
MIAMI, FLORIDA 33133-9460

TELEPHONE (305) 854-5900
TELECOMPER (305) 857-0857

BOCA RATON OFFICE
TELEPHONE (407) 399-0407
TELECOMPER (407) 394-0371

October 17, 1996

DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

Re: South Beach Royal Hotel Corporation

Gentlemen:

Enclosed herewith are the following:

1. Original and one copy of the Articles of Amendment to the Articles of Incorporation of the above-captioned corporation.
2. Our check, in the sum of \$87.50, payable to the Secretary of State. This fee is for the applicable filing fee and a certified copy.

After the filing, please return the certified copy to the undersigned. I have enclosed a stamped, self-addressed envelope for this purpose.

Thank you in advance for your usual courtesy.

Sincerely,

Peggy Marinelli

Peggy Marinelli, Legal Assistant
to Francisco J. Arbide

P

/pm
Encs.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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96 OCT 21 AM 11:35
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TALLAHASSEE, FLORIDA

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OFF
10-24

**ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
SOUTH BEACH ROYAL HOTEL CORPORATION
a Florida Corporation**

Pursuant to Sections 607.1003 and 607.1006, Florida Business Corporation Act,
SOUTH BEACH ROYAL HOTEL CORPORATION, a Florida corporation, hereinafter
referred to as the "Corporation," files these Articles of Amendment.

1. Article 1 of the Articles of Incorporation of Corporation is amended to read as follows:

ARTICLE I

Name

The name of the corporation is: **THE ROYAL HOTEL MIAMI BEACH,**

2. The above amendment was adopted and approved by all of the shareholders and directors of the Corporation on October 15, 1996. The Corporation has one class of outstanding shares of common stock entitled to vote, and the amendment set forth herein was unanimously approved by all of the shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned, as President of the Corporation, has executed these Articles of Amendment as of October 17, 1996.



Norman J. Kerr, President

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96 OCT 21 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA