

Akerman, Senterfitt & Eidson, P.A.  
Requestor's Name

P.O. Box 10555  
Address

Tallahassee FL 32302-2555 222-3471  
City/State/Zip Phone #

Office Use Only

**P96000102408**

1. 2301 Joint Venture, Inc.  
(Corporation Name) (Document #)
2. 2301 Management Services, Inc.  
(Corporation Name) (Document #)
3. Bahia Mar Management, Inc.  
(Corporation Name) (Document #)
4. Bahia Mar Joint Venture, Inc.  
(Corporation Name) (Document #)

**FILED**  
96 DEC 19 PM 3:29  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

- ☒ Walk in ☒ Pick up time ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input checked="" type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Articles of  
Incorporation  
12/30/96 01000-002  
\*\*\*\*400.00 \*\*\*\*122.50

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**RECEIVED**  
96 DEC 19 PM 3:02  
DIVISION OF CORPORATION

*[Signature]*

Examiner's initials

**ARTICLES OF INCORPORATION  
OF  
2301 MANAGEMENT SERVICES, INC.**

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is 2301 Management Services, Inc. (hereinafter called the "Corporation").

**ARTICLE II  
MAILING ADDRESS**

The mailing address of the Corporation is 1512 E. Broward Boulevard, Suite 301, Ft. Lauderdale, Florida 33301.

**ARTICLE III  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is Ten Thousand (10,000) shares of common stock, par value \$0.01 per share (the "Common Stock"). Each issued and outstanding share of Common Stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders of the Corporation.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is 216 South Monroe Street, Suite 200, Tallahassee, Florida 32301. The name of the Corporation's initial registered agent at that office is E. Gary Early.

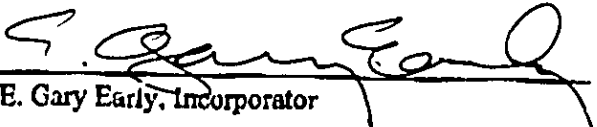
**ARTICLE V  
INCORPORATOR**

The name and address of the incorporator of the Corporation is E. Gary Early, 216 South Monroe Street, Suite 200, Tallahassee, Florida 32301.

**ARTICLE VI**  
**INDEMNIFICATION**

The Corporation shall indemnify and may advance expenses to its officers and directors to the fullest extent permitted by law in existence now or hereafter.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19th day of December, 1996.

  
\_\_\_\_\_  
E. Gary Early, Incorporator

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent of 2301 Management Services, Inc., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 19th day of December, 1996.

By: \_\_\_\_\_

E. Gary Early

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