

997000049677



ACCOUNT NO. : 072100000032

REFERENCE : 417035 4330594

AUTHORIZATION :

COST LIMIT : ~~\$122.50~~ PPD

ORDER DATE : June 5, 1997

ORDER TIME : 9:27 AM

ORDER NO. : 417035-005

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\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER NO: 4330594

CUSTOMER: Justin Wilson, Legal Assistant  
ADORNO & ZEDER, P.A.

Suite 1600  
2601 South Bayshore Drive  
Miami, FL 33133

DOMESTIC FILING

NAME: GOVERNOR'S LODGE ASSOCIATION,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED  
JUN - 5 1997  
MID: 4:6  
TALLAHASSEE, FLORIDA

RECEIVED  
JUN - 5 1997  
MID: 4:3  
DIVISION OF  
CORPORATION

JUN - 5 1997

**ARTICLES OF INCORPORATION**  
**OF**  
**GOVERNOR'S LODGE ASSOCIATION, INC.**

FBI  
97 JUN -5 AM 11:46  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

GOVERNOR'S LODGE ASSOCIATION, INC. (the "Corporation")

**ARTICLE II**

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of Common Stock having a par value of \$1.00 per share.

#### **ARTICLE V**

The initial registered agent and street address of the initial registered office of the Corporation shall be:

Gilbert A. Contreras  
2601 S. Bayshore Drive  
Suite 1600  
Miami, Florida 33133

#### **ARTICLE VI**

This Corporation shall have three directors initially. The names and addresses of the initial directors of the Corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Raoul Robau  
131 Madeira Avenue  
Coral Gables, FL 33134

Georgina Prats  
131 Madeira Avenue  
Coral Gables, FL 33134

The number of directors may be increased or decreased from time to time pursuant to the Bylaws of the Corporation, but shall not be less than one.

#### **ARTICLE VII**

The name and address of the Incorporator of the Corporation is:

Gilbert A. Contreras  
2601 S. Bayshore Drive  
Suite 1600  
Miami, Florida 33133

**ARTICLE VIII**

The principal business and mailing address of the Corporation shall be:

131 Madeira Avenue  
Coral Gables, Florida 33134

Executed at Miami, Florida this 4th day of June, 1997.

A handwritten signature in black ink, appearing to read 'Gilbert A. Contreras', is written over a horizontal line.

Gilbert A. Contreras, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the Registered Agent of GOVERNOR'S LODGE ASSOCIATION, INC., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 4th day of February, 1997.



Gilbert A. Contreras,  
Registered Agent

FILED  
91 JUN -5 AM 11:46  
TALLAHASSEE, FLORIDA