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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~XXXXXXXXXXXX~~ Greg Kurada

PHONE: (305) 672-0686

FAX #: (305) 672-9110

NAME: CLUB SEASCAPE, INC.

AUDIT NUMBER.....H97000018663

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Club SeaEscape, Inc.

EFFECTIVE DATE

11-7-97

### Article II. Address

The mailing address of the Corporation is:  
Club SeaEscape, Inc.  
3020 N.W. 33rd Avenue  
Fort Lauderdale FL 33311

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Robert Resnick  
3020 N.W. 33rd Avenue  
Fort Lauderdale FL 33311

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Doug Baetz  
Glenn Gallant

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Andrew Richmond | FL Bar Member 95310  
The Law Offices of Robert Resnick  
3020 N.W. 33rd Avenue  
Fort Lauderdale FL 33311  
954-677-7771

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Andrew Richmond

The Law Offices of Robert Resnick

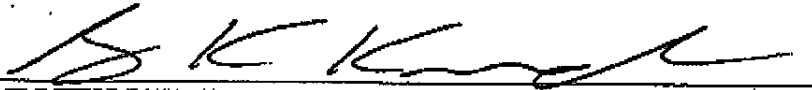
3020 N.W. 33rd Avenue

Fort Lauderdale FL 33311

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 7, 1997.

The undersigned incorporator executed these Articles of Incorporation on November 10, 1997.



ANDREW RICHMOND

by G.K. Kuroda as attorney-in-fact

Andrew Richmond | FL Bar Member 95310  
The Law Offices of Robert Resnick  
3020 N.W. 33rd Avenue  
Fort Lauderdale FL 33311  
954-677-7771

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

Club SeaEscape, Inc.

**REGISTERED AGENT/OFFICE:**

Robert Resnick  
3020 N.W. 33rd Avenue  
Fort Lauderdale FL 33311

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TALLAHASSEE, FLORIDA

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ROBERT RESNICK

by G.K. Kuroda as attorney-in-fact

Date: November 10, 1997

Andrew Richmond | FL Bar Member 95310  
The Law Offices of Robert Resnick  
3020 N.W. 33rd Avenue  
Fort Lauderdale FL 33311  
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