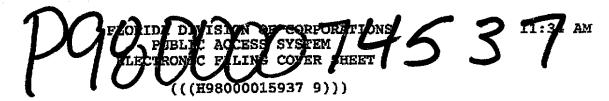
8/20/98



DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: INTERCOASTAL HOTEL & RESORT, INC.

AUDIT NUMBER..... H98000015937

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

CERT. OF STATUS...0 CERT. COPIES.....1 PAGES.....

DEL.METHOD.: FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>; Help F1 Option Menu F2

CAPS Connect: 00:07:21

EMPIRE CORP

95:11 866T-92-DNU

# LA8000015937 ARTICLES OF INCORPORATION

FILED

OF

98 AUG 26 PM 1: 33

INTERCOASTAL HOTEL & RESORT INC. TALLAHASSEE, FLORIDA

SECRETARY OF STATE

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

### ARTICLE I-NAME

The name of the corporation is: INTERCOASTAL HOTEL & RESORT INC.

### ARTICLE II-NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to carry on in any capacity and business or trade deemed legal in the State of Florida, to wit: to operate a travel and tour business.

#### ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each share having a par value of \$1.00.

## ARTICLE IV-TERM OF EXISTENCE

The corporation shall have perpetual existence.

### ARTICLE V-ADDRESS

The initial street address of the principal office of this corporation is to be:

26 Diplomat Parkway Hallandale, FL 33009

the board of directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

### ARTICLE VI-REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THIS INSTRUMENT WAS PREPARED BY: RUBEN E. DORTA, P.A. 6011 West 16th Avenue Hialeah, FL 33012 305-557-3332

FBN: 441066

1

HA8000015937

# H98000015937

That, INTERCOASTAL HOTEL & RESORT INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Article of Incorporation at the City of Hallandale, County of Broward, has named:

MARGARITA ROMAN 26 Diplomat Parkway Hallandale, FL 33009

as its agent to accept service of process within this state.

### ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

MARGARITA ROMAN, Registered Agent

### ARTICLE VII-DIRECTORS

The corporation shall have 4 director initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

### ARTICLE VIII-INITIAL DIRECTORS

The names and street addresses of the initial director who shall hold office until his successor(s) is elected and has qualified is as follows:

PRESIDENT	VICE-PRESIDENT	-1 10
MARGARITA ROMAN	EMILIO AGUIAR	141 86
26 Diplomat Parkway	26 Diplomat Parkway	
Hallandale, FL 33009	Hallandske, FL 33009	まり まり
		ASSE ASSE
SECRETARY	TREASURER	第2 の 四
RAFAEL ALFONSO	MARIA MORALES	Po Po
26 Diplomat Parkway	26 Diplomat Parkway	57 <b>-</b>
Hallandale, FL 33009	Hallandale, FL 33009	73.4
•	•	<b>₽</b> ₩ 33

### ARTICLE IX-INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

2 4980000 15937 H98000015937

MARGARITA ROMAN 26 Diplomat Parkway Hallandale, FL 33009

EMILIO AGUIAR 26 Diplomat Parkway Hallandale, FL 33009 FILED 98 AUG 26 PM 1: 33

RAFAEL ALFONSO 26 Diplomat Parkway Hallandale, FL 33009 MARIA MORALES 26 Diplomat Parkway Hallandale, FL 33009 SECRETARY OF STATE TALLAHASSEE, FLORIDA

## ARTICLE X-EFFECTIVE DATE

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

### ARTICLE XLAMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereof, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed this foregoing Articles of Incorporation under the laws of the State of Florida, this 19th day of August, 1998.

MARGARITA ROMAN

EMILIO AGUIAR

MARIA MORALES

Japan Cy

STATE OF FLORIDA)

:SS

COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared, MARGARITA ROMAN, EMILIO AGUIAR, MARIA MORALES and RAFAEL ALFONSO, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that

3 H98000015937