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NAME: INTERCOASTAL HOTEL & RESORT, INC.

AUDIT NUMBER.....H98000015937

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

CERT. OF STATUS..0

PAGES..... 4

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**ARTICLES OF INCORPORATION**

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OF

**INTERCOASTAL HOTEL & RESORT INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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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**  
**MARGARITA ROMAN**  
26 Diplomat Parkway  
Hallandale, FL 33009

**VICE-PRESIDENT**  
**EMILIO AGUIAR**  
26 Diplomat Parkway  
Hallandale, FL 33009

**SECRETARY**  
**RAFAEL ALFONSO**  
26 Diplomat Parkway  
Hallandale, FL 33009

**TREASURER**  
**MARIA MORALES**  
26 Diplomat Parkway  
Hallandale, FL 33009

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**ARTICLE IX-INCORPORATOR**

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

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**MARGARITA ROMAN**  
26 Diplomat Parkway  
Hallandale, FL 33009

**EMILIO AGUIAR**  
26 Diplomat Parkway  
Hallandale, FL 33009

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**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 XI-AMENDMENT

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 19<sup>th</sup> day of August, 1998.

*Margarita Roman*  
MARGARITA ROMAN

*Emilio Aguiar*  
EMILIO AGUIAR

*Maria Morales*  
MARIA MORALES

*Rafael Alfonso*  
RAFAEL ALFONSO

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

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