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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

ROYAL BAY ESTATES INC.

Certificate of Status	1
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ARTICLES OF INCORPORATION
OF
ROYAL BAY ESTATES INC.

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TALLAHASSEE, FLORIDA

The undersigned, hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is ROYAL BAY ESTATES INC. The principal business address is: 5161 Collins Avenue, #417, Miami Beach, Florida 33140.

ARTICLE II

DURATION

This corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III

PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES

The capital stock of this Corporation shall consist of 7500 Shares of Common Stock of One

Prepared By:
Michael B. Walker, Esq.
Florida Bar No. 0278912
WAMPLER, BUCHANAN & Breen, P.A.
900 SunTrust Building
777 Brickell Avenue
Miami, Florida 33131

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liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

ARTICLE V

REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation and its address is as follows: Michael B. Walker, 777 Brickell Avenue, Suite 900, Miami, Florida 33131.

ARTICLE VI

BOARD OF DIRECTORS

1. The number of Directors of this corporation shall not be less than one (1) nor more than seven (7). The By-Laws may provide for the increase or decrease in the number thereof, provided that the number of Directors, from time to time, shall never be less than one (1).
2. The Corporation shall initially have one Director. The names and addresses of the initial Director is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert F. Thorne	5161 Collins Avenue #417 Miami Beach, FL 33140

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is as follows:
Michael B. Walker, 777 Brickell Avenue, Suite 900, Miami, FL 33131.

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ARTICLE VIII

ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation.

1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.
2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in the corporation.
3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.
4. This corporation shall indemnify any officer or director, and any former officer or director to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act: ROYAL BAY ESTATES INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Miami-Dade County, State of Florida has named Michael B. Walker, Esq. located at 777 Brickell Avenue, Suite 900, Miami, FL 33131 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 place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office and I accept the obligations of Chapter 607.325 of the Florida Statutes.


Michael B. Walker

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