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ADAM R. SCHIFFMAN, P.A.

ATTORNEYS AT LAW

CONCORDE CENTRE II • SUITE 900

2999 NORTHEAST 191 STREET

AVENTURA, FLORIDA 33180

DADE (305) 682-1328

FAX (305) 682-0063

EFFECTIVE DATE

9-24-99

ADAM R. SCHIFFMAN

September 24, 1999

VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: 5101 Yacht Club Corporation

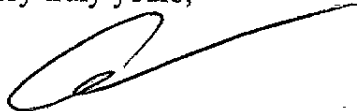
Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation for 5101 Yacht Club Corporation.

Enclosed also is my check in the amount of \$78.75 which covers the fee for filing and a certified copy. Please return the certified copy of the Articles to the undersigned, using the enclosed self-addressed Federal Express envelope and airbill, as soon as possible.

Your early attention to this matter will be appreciated.

Very truly yours,



ADAM R. SCHIFFMAN

ARS:sk  
encls.

FILED  
99 SEP 27 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9-29  
MC

**ARTICLES OF INCORPORATION**  
**OF**  
**5101 YACHT CLUB CORPORATION**

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**EFFECTIVE DATE**  
**9-24-99**

**ARTICLE I**

**NAME AND ADDRESS**

The name of the Corporation shall be:

5101 YACHT CLUB CORPORATION

The Corporation's address is:

2999 N.E. 191<sup>st</sup> Street  
Suite 900  
Aventura, Florida 33180

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II**

**DURATION**

The corporation shall commence its existence on September 24, 1999, and shall exist perpetually unless sooner dissolved according to law.

**ARTICLE III**

**PURPOSE**

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

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

Adam R. Schiffman  
2999 N.E. 191<sup>st</sup> Street  
Suite 900  
Aventura, Florida 33180

**ARTICLE VI**

**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as Incorporator is:

Adam R. Schiffman  
2999 N.E. 191<sup>st</sup> Street  
Suite 900  
Aventura, Florida 33180

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

This corporation shall have ONE(1) Director. The number of Directors may be increased or diminished from time to time by amendment of the Bylaws but shall never be less than one (1). The name and address of the initial Director of this corporation is:

Marciano Albert  
2999 N.E. 191<sup>st</sup> Street  
Suite 900  
Aventura, Florida 33180

**ARTICLE VIII**

**INITIAL OFFICERS**

The name, address and office of the initial Officers of the corporation are:

Marciano Albert  
2999 N.E. 191<sup>st</sup> Street  
Suite 900  
Aventura, Florida 33180  
President/Secretary/Treasurer

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24<sup>th</sup> day of September, 1999.

  
\_\_\_\_\_  
ADAM R. SCHIFFMAN

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of his duties.

DATED this 24<sup>th</sup> day of September, 1999.

  
\_\_\_\_\_  
ADAM R. SCHIFFMAN

STATE OF FLORIDA

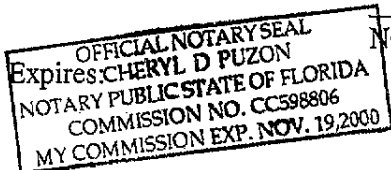
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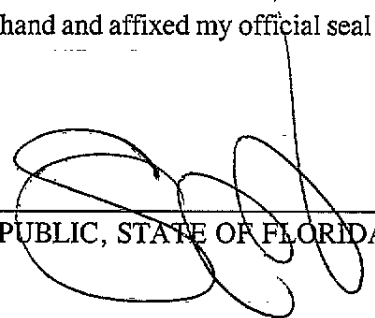
COUNTY OF MIAMI-DADE

**BEFORE ME**, a Notary Public authorized in County and State set forth above, personally appeared ADAM R. SCHIFFMAN, known to me and known to be the person who, as Incorporator and Registered Agent, executed the foregoing Articles of Incorporation of 5101 YACHT CLUB CORPORATION, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 24<sup>th</sup> day of September, 1999.

My Commission



  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA