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Florida Department of State
Division of Corporations
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From:

Account Name : BEDZOW, KORN, BROWN, MILLER & ZEMEL, P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

MIAMIADVENTURES.COM INCORPORATED

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ARTICLES OF INCORPORATION
OF
MIAMIADVENTURES.COM INCORPORATED

The undersigned incorporator hereby forms a Corporation under Chapter 607 of the laws of the State of Florida.

Article I. Name

The name of the Corporation shall be:

MIAMIADVENTURES.COM INCORPORATED

The address of the principal office of this Corporation shall be 291 N. Coconut Lane, Miami Beach, Florida 33139, and the mailing address of the Corporation shall be 291 N. Coconut Lane, Miami Beach, Florida 33139.

Article II. Nature of Business

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article III. Capital Stock

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

Article IV. Registered Agent

The street address of the initial registered office of the Corporation shall be 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180, and the name of the initial registered agent of the Corporation at that address is Jennifer Levin.

Article V. Term of Existence

This Corporation is to exist perpetually.

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Article VI. Board of Directors

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This Corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

CHARLES J. VOLLMER, JR.

405 N. Hibiscus Drive, #103
Miami Beach, Florida 33139

JEFFREY ALAN GRENE, JR.

291 N. Coconut Lane
Miami Beach, Florida 33139

CURTIS A. CAMPAIGNE

4755 Cherokee Avenue
Miami Beach, Florida 33140

CHRIS C. CAMPAIGNE

291 N. Coconut Lane
Miami Beach, Florida 33139

ERIC MASSEY

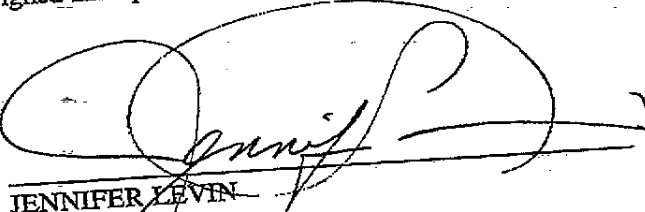
1165 101st Street, #1
Bay Harbor, Florida 33154

Article VIII. Incorporator

The name and street address of the incorporator of this Corporation is:

JENNIFER LEVIN, ESQ.
Bedzow, Korn, Brown, Miller & Zemel, P.A.
20803 Biscayne Boulevard, Suite 200
Aventura, FL 33180

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal
this 8th day of December, 1999.


JENNIFER LEVIN

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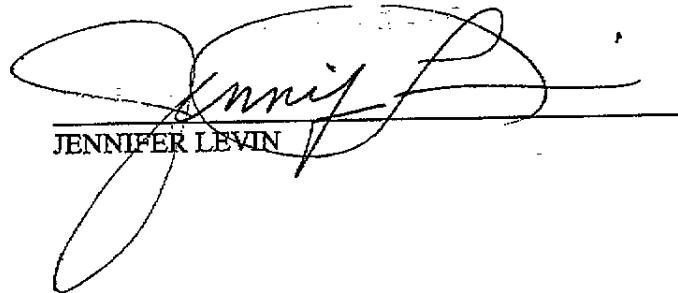
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION**

JENNIFER LEVIN, an individual residing in this state, having a business office identical with the registered office of the Corporation named below, and having been designated as the Registered Agent in the Articles of Incorporation of:

MIAMIADVENTURES.COM INCORPORATED

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


JENNIFER LEVIN

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Bedzo Korn