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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

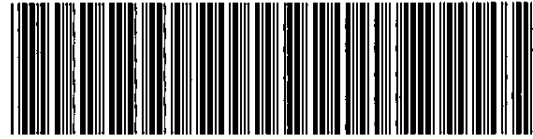
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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2010 DEC 27 P 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1110-57588

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: INVERSIONES TURÍSTICAS DORAL (INTUDORAL) C.A.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

OSCAR G. VILA
Name of Person

Firm/Company

PO BOX 565698
Address

Miami, Florida, 33256
City/State and Zip code

oscarvm@bellsouth.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Oscar G. Vila at (786) 303-1613
Name of Person Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 13, 2010

OSCAR G. VILA
PO BOX 565698
MIAMI, FL 33256

SUBJECT: INVERSIONES TURISTICAS DORAL (INTUDORAL) C.A.
Ref. Number: W10000057588

We have received your document for INVERSIONES TURISTICAS DORAL (INTUDORAL) C.A. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name must contain a word that will clearly indicate that it is a corporation. Such words include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II

Letter Number: 210A00028811

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. INVERSIONES TURÍSTICAS DORAL (INTUDORAL) C.A., CORP.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. VENEZUELA 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 23 DECEMBER 1985 5. DECEMBER 2035
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. NONE
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1800 NW 24th Avenue, Suite 911, MIAMI FL 33125
(Principal office address)

P.O. BOX 565698, MIAMI, FL, 33256
(Current mailing address)

8. Custodian of deposits from apartment sales in Venezuela
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Oscar G. Vila

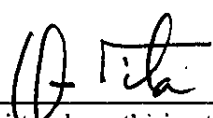
Office Address: 1800 NW 24th Avenue, Suite 911

Miami, Florida 33125
(City) (Zip code)

FILED
2009 DEC 27 P 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

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(Principal office address)

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(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Oscar G. Vila

Office Address: 1800 NW 24th Avenue, Suite 911

Miami, Florida 33125
(City) (Zip code)

FILED
2010 DEC 27 P 4: 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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[Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: BENITO MÉNDEZ

Address: 20121 SW 114 Avenue, Miami, FL, 33189

Vice Chairman: _____

Address: _____

Director: OSCAR G. VILA

Address: 1800 NW 24th Avenue, Suite 911, Miami, FL, 33125

Director: _____

Address: _____

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2010 DEC 21 P 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: CARLOS ENRIQUE PÉREZ GONZÁLEZ

Address: Condominio Doral Beach Villas, Tennis & Golf Club, Edificio ALOHA, Complejo Turístico El Morro
Puerto La Cruz, Estado Anzoátegui, Venezuela

Vice President: _____

Address: _____

Secretary: ALMIDA J. IBARRA

Address: Condominio Doral Beach Villas, Tennis & Golf Club, Edificio ALOHA, Complejo Turístico El Morro

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Benito Méndez* *O. Vila*
(Signature of Director or Officer listed in number 12 of the application)

14. BENITO MÉNDEZ, CHAIRMAN OSCAR G. VILA, DIRECTOR
(Typed or printed name and capacity of person signing application)

gradia, inc.

Established 1989

Phone: (305) 792-4929 • Fax: (305) 792-4914 • E.Mail: gradia@bellsouth.net
20185 E. Country Club Drive - Suite 606
Aventura, Florida 33180, U. S. A.

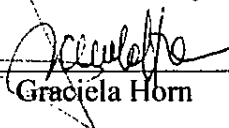
CERTIFICATE OF ACCURACY

STATE OF FLORIDA

COUNTY OF MIAMI DADE

I, **GRACIELA HORN**, being duly sworn, deposes and states that:

1. I am the legal representative of **Gradia Inc.**, a company duly established in the State of Florida with F.E.I.N. 65-0444470.
2. **Gradia Inc.** is a fully-qualified translation and interpretation company that maintains a pool of professional Spanish/English language providers who have successfully met all of the requirements and qualification standards in the Spanish and English languages.
3. The foregoing document, consisting of eight (8) page/s, is a complete, true and accurate English translation of the original documents in Spanish

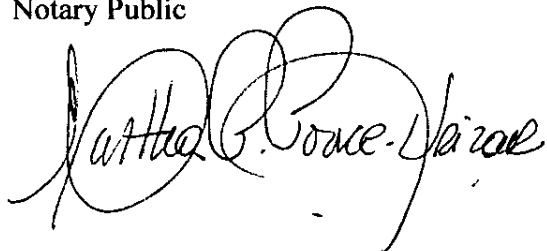

Graciela Horn

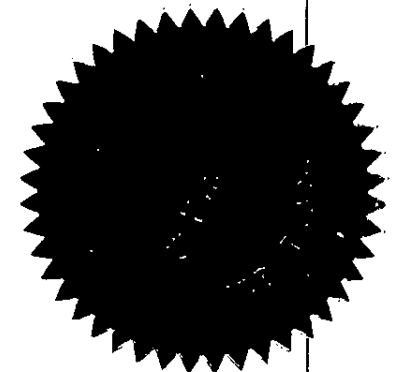
Subscribed and sworn to before me, the undersigned Notary Public in and for the State of Florida, on this 29th day of October 2010, by Graciela Horn, to me

- personally known, or
 who produced the following identification: Florida Driver's License Number.....



Notary Public





SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2010 DEC 21 P 4: 20
FILED



REPÚBLICA BOLIVARIANA DE VENEZUELA
*** MINISTERIO DEL PODER POPULAR PARA RELACIONES INTERIORES Y JUSTICIA ***

SERVICIO AUTÓNOMO DE REGISTROS Y
NOTARÍAS.
REGISTRO MERCANTIL TERCERO DEL
ESTADO ANZOÁTEGUI

RM No. 264
200° y 151°

Abogado RUBEN EMILIO SAEZ ZERPA, Registrador Mercantil Tercero

C E R T I F I C A

Que el asiento de Registro de Comercio transcrito a continuación, cuyo original está inscrito en el Tomo: 48-A RM3ROBAR. Número: 3 del año 2010, así como La Participación, Nota y Documento que se copian de seguida son traslado fiel de sus originales, los cuales son del tenor siguiente:

S/N

ESTE FOLIO PERTENECE A:
INVERSIONES TURISTICAS DORAL INTUDORAL, C.A
Número de expediente: S/N





MINISTERIO DEL PODER POPULAR PARA RELACIONES INTERIORES Y JUSTICIA
 REPÚBLICA BOLIVARIANA DE VENEZUELA
 SERVICIO AUTÓNOMO DE REGISTROS Y NOTARIAS

Fecha de Emisión: 10/09/2010

200° y 151°

Número de Trámite: 264.2010.3.3126

La PUB desde su emisión tiene una vigencia de treinta(30) días continuos para ser cancelada; una vez efectuada la cancelación respectiva, tiene una vigencia de sesenta (60) días no prorrogables para presentar el documento. Agotados dichos lapsos la PUB es nula y deberá emitirse una nueva PUB para realizar el trámite, debiendo cancelarse nuevamente el monto correspondiente.



SERVICIO AUTÓNOMO DE REGISTROS Y NOTARIAS

PLANILLA ÚNICA BANCARIA

Número Planilla: 26400005911



Tipo de Acto: MODIFICACIÓN AL DOCUMENTO DE EMPRESA MERCANTIL

10/09/2010 11:07 Tx:VPTF Us:MMZ5533 0103 0662
 SAREN PLANILLA UNICA Ig Serv.: 26400005911
 Serial: 02645911 IITrece SCH: CXP3TAXRPSUR4
 Monto Efectivo: 248.30
 Monto Cheques RdV: .00
 Monto Cheques Otro Bco: .00
 Monto Total Planilla: 248.30

Número Control: 488-0000-0000

Nombre y Apellido del Solicitante	Forma de Pago	Nro. Cheque/Aprobación	Monto (BsF)
HERMINIA DEL VALLE RIVERO CORTEZ			
CURRIF/Pasaporte del Solicitante	Monto Efectivo		
1-11.340.933			
Nombre y Apellido del Depositante	Cheque Gerencial/ del mismo Banco		
CURRIF/Pasaporte del Depositante	Punto de Venta		
Firma del Depositante	Pago por Internet		
MONTO EN LETRAS: DOSCIENTOS CUARENTA Y OCHO BOLIVAR(ES) CON TREINTA CÉNTIMOS			MONTO TOTAL 248,30

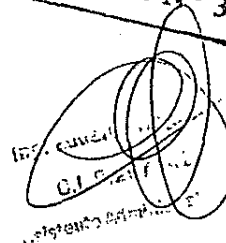
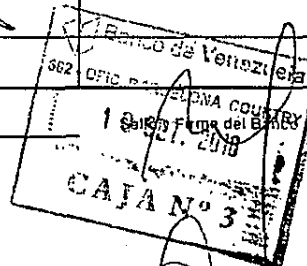
SOLO PARA USO DEL SAREN

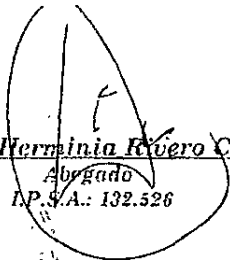
FUNCIONARIO EMISOR	FUNCIONARIO RECEPTOR	FUNCIONARIO REVISOR	REGISTRADOR/NOTARIO
 Nombre y Apellido Cédula de Identificación Cargo Fecha Firma		 DR. Rafaela Millán Macchi APROBADO REVISOR C.I.: 104272.794	

Sello de la Oficina

Bancos Recaudadores

- 0003 - Banco Industrial de Venezuela
- 0007 - Banco Bicentenario
- 0102 - Banco de Venezuela
- 0108 - Banco Provincial
- 0163 - Banco del Tesoro




Herminia Rivero Cortez
Abogado
I.P.S.A.: 132.526

CIUDADANO:
REGISTRADOR MERCANTIL TERCERO DE LA CIRCUNSCRIPCION
JUDICIAL DEL ESTADO ANZOATEGUI.
SU DESPACHO.-

Yo, Herminia Rivero Cortez, venezolana, mayor de edad, titular de la Cédula de Identidad N° V-11.340.933 y domiciliada en la ciudad de Barcelona del Estado Anzoátegui, suficientemente autorizada para este acto por Acta de Asamblea General Extraordinaria de Accionistas de la Sociedad Mercantil "INVERSIONES TURISTICAS DORAL (INTUDORAL) C.A.", sociedad mercantil domiciliada en Puerto La Cruz, Municipio Juan Antonio Sotillo del Estado Anzoátegui, debidamente inscrita por ante el Registro Mercantil Tercero de la Circunscripción Judicial del Estado Anzoátegui, en fecha 23 de Diciembre de 1.985, bajo el N° 36, Tomo A-15: ocurro ante su competente autoridad muy respetuosamente a los fines de presentar el Acta de Asamblea General Extraordinaria de Accionistas celebrada en fecha Veintitrés (23) de Junio de 2.010 en la que se trataron y aprobaron los siguientes puntos del orden del día:-----

Punto Primero: Prórroga por expiración del término de duración de la compañía.-----

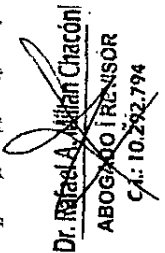
Punto Segundo: Modificación del Artículo 4° de los Estatutos Sociales.-----

Punto Tercero: Acordar el registro de la compañía en el Estado de la Florida, Estados Unidos de Norteamérica.-----

De acuerdo con lo antes expuesto, solicito respetuosamente que, previo el cumplimiento de los extremos de Ley establecidos en el Código de Comercio, se ordene la fijación y registro del acta en referencia, junto con esta participación y su nota correspondiente. Asimismo, ruego expedir las correspondientes copias certificadas del Acta y del escrito de participación, a los efectos de su debida publicación.

Es justicia, a la fecha cierta de su presentación.


Herminia Rivero Cortez


Dr. Rafael A. Milian Chacón
ABOGADO TERCERO
C.I.: 10.292.794



REPÚBLICA BOLIVARIANA DE VENEZUELA
*** MINISTERIO DEL PODER POPULAR PARA RELACIONES INTERIORES Y JUSTICIA ***

SERVICIO AUTÓNOMO DE REGISTROS Y
NOTARIAS.
REGISTRO MERCANTIL TERCERO DEL
ESTADO ANZOÁTEGUI

RM No. 264
200° y 151°

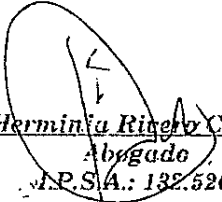
Municipio Simón Bolívar, 1° de Octubre del Año 2010

Por presentada la anterior participación por su FIRMANTE, para su inscripción en el Registro Mercantil, fijación y publicación. Hágase de conformidad y agréguese el original al expediente de la Empresa Mercantil junto con los recaudos acompañados. Expídase la copia de publicación. El anterior documento redactado por el Abogado HERMINIA DEL VALLE RIVERO CORTEZ IPSA N.: 132526, se inscribe en el Registro de Comercio bajo el Número: 3, TOMO -48-A RM3ROBAR. Derechos pagados BS: 248,30 Según Planilla RM No. 26400005911, Banco No. 76670479 Por BS: 78,00. La identificación se efectuó así: HERMINIA DEL VALLE RIVERO CORTEZ, C.I: V-11.340.933.
Abogado Revisor: RAFAEL ALEJANDRO MILLAN CHACON

Registrador Mercantil Tercero

FDO. Abogado RUBEN EMILIO SAEZ ZERPA

ESTA PÁGINA PERTENECE A:
INVERSIONES TURISTICAS DORAL INTUDORAL, C.A.
Número de expediente: S/N
MOD


Herminia Rieger Cortez
Abogado
I.P.S.A.: 132.526

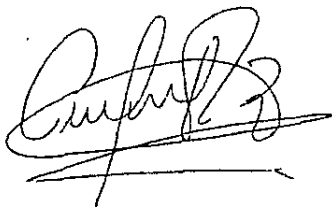
ACTA DE ASAMBLEA GENERAL EXTRAORDINARIA DE
ACCIONISTAS DE LA SOCIEDAD MERCANTIL
"INVERSIONES TURISTICAS DORAL (INTUDORAL), C.A."

Quien suscribe, **CARLOS ENRIQUE PEREZ GONZALEZ**, de nacionalidad venezolana, mayor de edad, legalmente capaz, soltero, titular de la cédula de identidad N° V-12.597.541 y de este domicilio, procediendo en este acto en mi carácter de Presidente de la empresa "INVERSIONES TURISTICAS DORAL (INTUDORAL) C.A.", sociedad mercantil domiciliada en Puerto La Cruz, Municipio Juan Antonio Sotillo del estado Anzoátegui, debidamente inscrita por ante el Registro Mercantil Tercero de la Circunscripción Judicial del Estado Anzoátegui, en fecha 23 de Diciembre de 1.985, bajo el N° 36. Tomo A-15; ocurro ante usted muy respetuosamente para CERTIFICAR que el Acta que a continuación se transcribe, es copia fiel y exacta de su original que aparece inserta en el libro de Actas de Asambleas de la compañía la cual es del tenor siguiente: "En el día de hoy, Veintitrés (23) de Junio de 2.010, siendo la hora y fecha fijadas para que tenga lugar la Asamblea General Extraordinaria de Accionistas de la Sociedad Mercantil "INVERSIONES TURISTICAS DORAL (INTUDORAL) C.A.", se reunieron en la sede de la compañía antes identificada, el Accionista **BENITO MENDEZ**, quien es propietario de la totalidad de las acciones de la compañía y representa el cien por ciento (100%) del capital social de la misma. También se encuentran presentes el Presidente de la compañía **Carlos Enrique Pérez González**, su Directora **Almida Juana Ibarra de González** y el Apoderado Legal, Abg. **Oscar Vila**, todos de nacionalidad venezolana, mayores de edad, legalmente capaz, de estado civil solteros el primero y el tercero de los nombrados y casada la segunda, titulares de la Cédula de Identidad Nro: V-12.597.541, V-4.035.117 y V- 6.144.102, respectivamente y de este domicilio. Se declara válidamente constituida dicha Asamblea y se da a conocer la finalidad de celebrarla, para lo cual se informa que se prescinde de la Convocatoria Previa, por encontrarse presente el único

accionista que representa el cien por ciento (100%) del capital social de la compañía; a los fines de tratar y deliberar sobre los puntos que conforman el orden del día. **Punto Primero: Prórroga por expiración del término de duración de la compañía.** En este acto toma la palabra, Benito Méndez, y expone que de acuerdo a lo establecido en el Artículo 3º de los Estatutos Sociales, la compañía tiene un lapso de duración de Veinticinco (25) años, el cual expirará en fecha 23 de Diciembre de 2010, por lo tanto, es imperativo prorrogar el tiempo de duración de la misma por Veinticinco (25) años más contados a partir de la fecha de inscripción de la presente Acta en el Registro Mercantil correspondiente y propone modificar el señalado Artículo 3º, el cual quedó redactado de la siguiente manera: **Artículo 3º:** "La compañía comenzará su giro o ejercicio al cumplirse con las formalidades legales de su inscripción por ante el Registro Mercantil y tendrá una duración de Cincuenta (50) años, contados a partir de esa fecha, pudiendo a su vencimiento prorrogarse por un lapso igual, superior o inferior, si así resolviera la Asamblea General de Accionistas." Finalizado la exposición del punto primero, se procedió a deliberar, siendo aprobado el mismo; y de seguidas se pasó a considerar el **Punto Segundo: Modificación del Artículo 4º de los Estatutos Sociales.** Sometido a consideración este punto quedó discutido y aprobado en los siguientes términos: "El capital de la compañía es la cantidad de SETENTA Y UN MIL BOLIVARES (Bs. 71.000,00), representado en Siete Mil Cien (7.100) Acciones nominativas y comunes. Dichas acciones no podrán ser convertidas al portador y todas ellas tienen un valor actual nominal de SETENTA Y UN MIL BOLIVARES (Bs. 71.000,00) a razón de Diez (10) Bolívars cada una de ellas, las cuales confieren a sus propietarios y tenedores, los derechos y obligaciones que expresamente se establecen en este documento. El capital de la compañía ha sido totalmente suscrito y pagado en un cien por ciento (100%) por el ciudadano Benito Méndez." Inmediatamente se pasó a considerar el **Punto Tercer:** Acordar el registro de la compañía en el Estado de la Florida, Estados Unidos de Norteamérica, a los fines de abrir una cuenta bancaria que permita solicitar divisas al Banco Central de Venezuela.

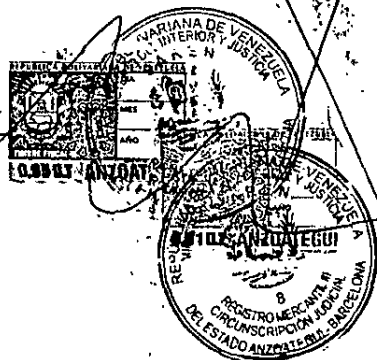
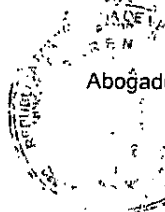
que sirva para cancelar con divisas la adquisición de bienes, equipos y servicios, relacionados con la restauración y ventas de apartamentos ubicados en el Condominio Doral Beach Villas, Tennis & Golf Club. Sometido a consideración este punto fue debidamente discutido y aprobado. En referencia a este Punto tercero, se propuso y se aprobó la designación del ciudadano Benito Méndez, antes identificado, con el carácter de "Chairman", para que represente a la compañía en el Acto de registro de la misma a efectuarse en el Estado de la Florida y la del Abogado Oscar Vila, supra identificado, como Director y Agente de la compañía en el Estado de la Florida, ambos facultados para firmar, individualmente en nombre y representación de la compañía, en la cuenta bancaria a ser abierta en cualquier institución bancaria de dicho Estado. Agotado el orden del día y no habiendo otro punto que tratar, se declaró concluida la Asamblea, autorizándose previamente al Presidente de la compañía Carlos Enrique Pérez González, antes identificado, para que realice la Certificación de Ley y a la ciudadana abogado Herminia Rivero Cortez, venezolana, mayor de edad y titular de la Cédula de Identidad N° V-11.340.933 para que realice por ante el Registro Mercantil correspondiente, todos los trámites necesarios para el registro de ésta Acta con expresas facultades para firmar los documentos necesarios. Finalizada la reunión y luego de leída la presente Acta fue firmada por todos los asistentes en señal de conformidad.-----

(fdo) BENITO MÉNDEZ (fdo) CARLOS ENRIQUE PEREZ GONZALEZ (fdo)
ALMIDA J. IBARRA (fdo) OSCAR VILA.-----



MUNICIPIO SIMÓN BOLÍVAR, 1 DE OCTUBRE DEL AÑO DOS MIL DIEZ (FDOS.) HERMINIA DEL VALLE RIVERO CORTEZ, Abogado RUBEN EMILIO SAEZ ZERPA SE EXPIDE LA PRESENTE COPIA CERTIFICADA DE PUBLICACIÓN SEGÚN PLANILLA NO. : 264.2010.3.3126

Abogado RUBEN EMILIO SAEZ ZERPA
Registrador Mercantil Tercero



(Crest)
BOLVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF THE PEOPLE'S POWER FOR INTERNAL AFFAIRS AND JUSTICE

AUTONOMOUS REGISTRY AND NOTARY OFFICE SERVICE
THIRD COMMERCIAL REGISTRY IN AND FOR THE STATE
OF ANZOATEGUI

RM No. 264
The 200th Year of Independence and the 151st Year of the
Federation

The Third Commercial Registrar, Attorney at Law RUBEN EMILIO SAEZ ZERPA

C E R T I F I E S

That the Commercial Registry entry transcribed below, the original of which is filed in Volume 48-A **RM3ROBAR** Number 3 for the year 2010, and also the Announcement, Note and Document copied below are true transcripts of the originals thereof, which read as follows:

N O N U M B E R

THIS SHEET OF PAPER BELONGS TO:
INVERSIONES TURISTICAS DORAL INTUDORAL, C.A.
File number: NO NUMBER

(Circular Stamp)
BOLVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF INTERNAL AFFAIRS AND
JUSTICE
S A R E N
(Crest)
B
COMMERCIAL REGISTRY III
JUDICIAL CIRCUMSCRIPTION OF
STATE OF ANZOATEGUI - BARCELONA

SAREN

AUTONOMOUS
REGISTRY AND
NOTARY OFFICE
SERVICE
MINISTRY OF THE PEOPLE'S
POWER FOR INTERNAL
AFFAIRS AND JUSTICE

(Logo)
 Ministry of the People's Power
 for Internal Affairs and Justice
 (Venezuelan Flag)

Date issued: 09/10/2010
 Procedure Number:
 264.2010.3.3128

The 200th Year of Independence
 and the 151st Year of the
 Federation

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 FOR INTERNAL
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MINISTRY OF THE PEOPLE'S POWER FOR INTERNAL
 AFFAIRS AND JUSTICE
 BOLIVARIAN REPUBLIC OF VENEZUELA
 AUTONOMOUS REGISTRY AND NOTARY OFFICE
 SERVICE

The PUB (Single Bank Form) is valid for thirty (30) calendar days from issue during which time payment must be made; once payment has been made therefor, it is valid for sixty (60) days, with no extensions, for the presentation of the document. Upon the expiration of such periods of time, the PUB is null and void and a new PUB must be issued for this procedure, and the sum involved must be paid again.

SINGLE BANK FORM		Form Number: 26400005911	
<i>(Bar Code)</i>			
Type of document: AMENDMENT TO COMMERCIAL CORPORATION DOCUMENT	09/10/10 11:07 Tx: VTPF Us NM23630 0102 0662 SAREN SINGLE FORM Id SERV: 26400005911 Serial No. 02645911 ITrace SCH: CXK3YDXRSUW4 Cash Amount: 240.00 Amount of Bank of Venezuela checks .00 Amount of checks from Other banks .00 Total Amount for Form 240.00		
		Control Number: 488-0000-0000	
First and Last Name of Applicant	Method of Payment	Check/Approval No.	Amount (Strong Bs.)
HERMINIA DEL VALLE RIVERO CORTEZ			
Applicant's Identity Card/TAX ID /Passport No.	Cash Amount		
7-11,340,933			
First and Last name of Depositor	Cashier's check from same Bank		
Depositor's Identity Card/TAX ID /Passport No.	Sales Point		
Signature of Depositor	On-line Payment		
AMOUNT IN WORDS: TWO HUNDRED AND FORTY-EIGHT BOLIVARS AND THIRTY CENTS		TOTAL AMOUNT	248.30

FOR SAREN'S USE ONLY			
ISSUING OFFICIAL	RECEIVING OFFICIAL	REVIEWING OFFICIAL	REGISTRAR/NOTARY
Deixu Abreu First and Last Names			
14,189,711 (Illegible) (Illegible) Identity Card No.	<i>(Circular Stamp)</i> BOLIVARIAN REPUBLIC OF VENEZUELA MINISTRY OF THE INTERIOR AND JUSTICE SAREN (Crest)	<i>(Stamp)</i> DR. RAFAEL A. MILLÁN CHACÓN ATTORNEY-AT-LAW/REVIEWER Identity Card No. 10,292,794	
Position	4		
Date	COMMERCIAL REGISTRY III JUDICIAL CIRCUMSCRIPTION		
Signature	OF THE STATE OF ANZOATEGUI – BARCELONA		

Office Stamp

Collecting Banks

- 0003- Banco Industrial de Venezuela
- 0007- Banco Bicentenario
- 0102- Banco de Venezuela
- 0108- Banco Provincial
- 0163- Banco del Tesoro

Stamp/Signature of Bank
(Stamp)
 (Logo) Bank of Venezuela
 662 BARCELONA COUNTRY OFFICE
 21.10.2010
 CASHIER No. 3
 /s/ (Illegible)
 (Stamp)
 Eduardo (Illegible) P.E.
 ID Card 8,297,142
 Assistant Administrator
 /s/ (Illegible)

/s/ (Illegible)

Herminia Rivero Cortez

Attorney-at-Law

Venezuelan Bar Association No. 132,526

TO CITIZEN
THIRD COMMERCIAL REGISTRAR FOR THE JUDICIAL CIRCUIT OF THE STATE OF
ANZOATEGUI
HAND DELIVERED.-

I, **Herminia Rivero Cortez**, a Venezuelan, of legal age, the holder of Identity Card No. **V-11,340,933**, domiciled in the city of Barcelona in the State of Anzoátegui, being sufficiently authorized for this act pursuant to the Minutes of the Extraordinary General Shareholders' Meeting of the Business Corporation "**INVERSIONES TURISTICAS DORAL (INTUDORAL) C.A.**", a corporation with its registered office in Puerto La Cruz, Municipality of Juan Antonio Sotillo in the State of Anzoátegui, duly filed with the Third Commercial Registry for the Judicial Circuit of the State of Anzoátegui on December 23, 1985, under No. 36, Volume A-15; am respectfully appearing before you in order to present the Minutes of the Extraordinary General Shareholders' Meeting held on the twenty-third (23rd) day of June 2010, at which the following items on the agenda were discussed and approved:

First Item: Extension due to the expiration of the period for the duration of the company. -----

Second Item: Amendment to Article 4 of the Corporate Bylaws -----

Third Item: Agree to register the company in the State of Florida, United States of North America. -----

Pursuant to the above, I would respectfully ask that, upon compliance with the legal provisions set forth in the Commercial Code, the posting and registration of the minutes in question be ordered, together with this announcement and corresponding note. Moreover, I would ask that the pertinent certified copies of the Minutes and announcement document be issued, so that they can be duly published.

Justice is done, on the date certain of the presentation hereof.

/s/ (Illegible)

Herminia Rivero Cortez

(Stamp in right margin)

(Stamp)

DR. RAFAEL A. MILLÁN CHACÓN
ATTORNEY-AT-LAW/REVIEWER
Identity Card No. 10,292,794

(Crest)
BOLVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF THE PEOPLE'S POWER FOR INTERNAL AFFAIRS AND JUSTICE

AUTONOMOUS REGISTRY AND NOTARY OFFICE SERVICE
THIRD COMMERCIAL REGISTRY IN AND FOR THE STATE
OF ANZOATEGUI

RM No. 264
The 200th Year of Independence and the 151st Year of the
Federation

Municipality of Simón Bolívar, October 1, 2010.

Having deemed the foregoing announcement presented by the SIGNATORY thereof, for filing with the Commercial Registry, posting and publication, It is ordered that this be done and that the original be added to the file on the Business Corporation, together with the accompanying documents. It is ordered that a copy be issued for publication. The foregoing document, drafted by Attorney-at-Law HERMINIA DEL VALLE RIVERO CORTEZ, Venezuelan Bar Association No. 132526, is being filed with the Commercial Registry under Number 3, VOLUME -48-A RM3ROBAR, Fees paid: Bs. 248.30 Per Form RM No. 26400005911, Bank No. 76670479 for Bs. 78.00. Identification was made as follows: HERMINIA DEL VALLE RIVERO CORTEZ Identity Card No. V-11,340,933.

Reviewing Attorney-at-Law: **RAFAEL ALEJANDRO MILLAN CHACON**

Third Commercial Registrar
SIGNED Attorney-at-Law RUBEN EMILIO SAEZ ZERPA

THIS PAGE BELONGS TO:
INVERSIONES TURISTICAS DORAL INTUDORAL, C.A.
File number: NO NUMBER
AMENDMENT

SAREN

AUTONOMOUS
REGISTRY AND
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SERVICE
MINISTRY OF THE PEOPLE'S
POWER FOR INTERNAL
AFFAIRS AND JUSTICE

Is/ (Illegible)

Herminia Rivero Cortez

Attorney-at-Law

Venezuelan Bar Association No. 132,526

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS
OF THE BUSINESS CORPORATION
“INVERSIONES TURISTICAS DORAL (INTUDORAL), C.A.”

The undersigned, **CARLOS ENRIQUE PEREZ GONZALEZ**, a Venezuelan, of legal age, legally capable, a bachelor, the holder of identity card No. **V- 12,597,541** and a resident of this city, appearing herein in my capacity as the President of “**INVERSIONES TURISTICAS DORAL (INTUDORAL) C.A.**” a business corporation with its registered office in Puerto La Cruz, Municipality of Juan Antonio Sotillo in the State of Anzoátegui, duly filed with the Third Commercial Registry for the Judicial Circuit of the State of Anzoátegui on December 23, 1985, under No. 36, Volume A-15; is very respectfully appearing before you in order to CERTIFY that the Minutes transcribed below are a true and exact copy of the original thereof, which has been inserted in the Meeting Minute Book of the company, and they read as follows: “On this day, the twenty-third (23rd) day of June, 2010, at the time and place set for the holding of the Extraordinary Shareholders’ meeting of the Business Corporation “**INVERSIONES TURISTICAS DORAL (INTUDORAL) C.A.**”, Shareholder **BENITO MENDEZ**, who owns all of the company’s shares and who represents one hundred percent 100% of its capital stock, appeared at the headquarters of the company identified above. Also present were the company’s President, **Carlos Enrique Pérez González**, its Director, **Almida Juana Ibarra de González** and the Legal Representative, **Attorney-at-Law Oscar Vila**, all of them Venezuelans, of legal age, legally capable, the first and third named being bachelors and the second one being married, the holders of Identity Cards Nos. **V-12,597,541, V-4,035,117 and V-6,144,102** respectively, and residents of this city. The said meeting was declared validly convened and the reason for holding it was stated, and it was announced that the Prior Call and Notice was dispensed with, inasmuch as the sole shareholder

representing one hundred percent (100%) of the company's capital stock was present; in order to discuss and deliberate upon the items listed on the agenda. **Item One: Extension due the expiration of the period of duration of the company.** Benito Méndez thereupon took the floor and he stated that in accordance with the provisions of Article 3 of the company's Bylaws, the company had a duration of twenty-five (25) years, which expires on December 23, 2010, and therefore, it is essential to extend the duration thereof for Twenty-five (25) years more, calculated as of the date on which these Minutes are filed with the appropriate Commercial Registry, and he proposed amending the said Article 3, which was drafted to read as follows: **Article 3. The company will begin doing business or commence operations after complying with the legal formalities for its filing with the Commercial Registry and it will have a duration of Fifty (50) years, calculated as of that date, and upon the expiration thereof, it may be extended for a similar period of time, or a shorter or longer period of time, if the General Shareholders' Meeting so decides.**" Once the announcement of Item One was finished, it was then discussed and approved; whereupon [the Meeting] proceeded to a discussion of **Item Two: Amendment to Article 4 of the Company's Bylaws.** This item was submitted for consideration, discussed and approved as follows: **"The company's capital totals SEVENTY-ONE THOUSAND BOLIVARS (Bs. 71,000.00) represented by Seven Thousand One Hundred (7,100) registered common shares. These shares cannot be converted into bearer shares and together they have a current par value of SEVENTY-ONE THOUSAND BOLIVARS (Bs. 71,000.00) worth Ten (10) Bolivars each, and they vest their owners and holders with the rights and obligations that are expressly set forth in this document. The company's capital has been fully subscribed and one hundred percent (100%) paid in by citizen Benito Méndez."** The Meeting then immediately considered **Item Three:** Agree to the registration of the company in the State of Florida, United States of North America, in order to open a bank account allowing foreign currency to be requested from the Central Bank of Venezuela,

which would be used to pay with the foreign currency the purchase of goods, equipment and services for the renovation and sale of apartments located in Doral Beach Villas Condominium, Tennis & Golf Club. This item was submitted for consideration and duly discussed and approved. With reference to Item Three, the appointment of citizen Benito Méndez, as identified above, as "Chairman", was proposed and approved, to represent the company for its registration with the State of Florida, and the appointment of Attorney-at-Law Oscar Vila, as identified above, as the company's Director and Agent in the State of Florida; both are authorized to sign individually for and on behalf of the company, on the bank account to be opened at any bank in said State. Since the agenda had been fully discussed and there being no further business, the Meeting was declared adjourned and the company's President, Carlos Enrique Pérez González, as identified above, had already been authorized to prepare the **Legal Certification** and citizen attorney-at-law Herminia Rivero Cortez, a Venezuelan, of legal age and the holder of Identity Card No. V-11,340,933 was authorized to make all necessary arrangements with the pertinent Commercial Registry for the registration of these Minutes, with specific powers to sign the necessary documents. The meeting was adjourned and after reading out these Minutes, they were signed by all of the attendees as an indication of their agreement therewith. -----

(signed) BENITO MÉNDEZ (signed) CARLOS ENRIQUE PEREZ GONZALEZ (signed)
ALMIDA J. IBARRA (signed) OSCAR VILA. -----

/s/ (Illegible)

MUNICIPALITY OF SIMON BOLIVAR, OCTOBER 1, IN THE YEAR TWO THOUSAND TEN
(SIGNED) HERMINIA DEL VALLE RIVERO CORTEZ, Attorney-at-Law RUBEN EMILIO SAEZ
ZERPA. THIS CERTIFIED COPY FOR PUBLICATION IS BEING ISSUED PER FORM NO.
264.2010.3.3126.

(Circular Stamp)
BOLIVARIAN REPUBLIC OF
VENEZUELA
MINISTRY OF INTERNAL AFFAIRS
AND JUSTICE
S A R E N
(Crest)
8
COMMERCIAL REGISTRY III
JUDICIAL CIRCUMSCRIPTION OF
STATE OF ANZOATEGUI -
BARCELONA

/s/ (Illegible)
Attorney-at-Law RUBEN EMILIO SAEZ ZERPA
Third Commercial Registrar

(2 Fiscal Stamps)

BOLIVARIAN REPUBLIC OF VENEZUELA <i>(Crest)</i> DAY MONTH YEAR FISCAL STAMP 0.85 T.U. ANZOATEGUI

*(Illegible signature
affixed over
stamps)*

*(Stamp -
Illegible)*

(2 Circular Stamps)
BOLIVARIAN REPUBLIC OF VENEZUELA
MINISTRY OF INTERNAL AFFAIRS AND
JUSTICE
S A R E N
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COMMERCIAL REGISTRY III
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