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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : GENESIS TAX HOUSE OF FLORIDA, INC.
Account Number : 120110000068
Phone : (866) 325-3829
Fax Number : (617) 628-3890

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FLORIDA PROFIT/NON PROFIT CORPORATION
Hilton WorldWide Group, Corp

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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From:Genesis Tax

617 628 3890

01/26/2012 13:43

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION OF
HILTON WORLDWIDE GROUP, CORP
a Florida Corporation**

The undersigned subscriber to these Articles of Incorporation is a Natural Person competent to contract and hereby form a Corporation under the provisions of Chapter 607 of the Florida Statutes.

ARTICLE I - NAME OF CORPORATION

The name of the Corporation shall be:
Hilton WorldWide Group, Corp

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation are:

Principal Office
1100 S Federal Hwy Suite 1286
Deerfield Beach, FL 33441

Mailing Address
Same as principal.

ARTICLE III - PURPOSE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to issued is:

1,000 at a \$0.01 par value each share

Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE V - REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

1.866.325.3829
304 Somerville Ave. Somerville, MA 02143
14 Union Ave. Framingham, MA 01702
33441



1.800.460.4829
1100 S Federal Hwy 2nd Floor
Deerfield Beach, FL

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ARTICLE VI - EFFECTIVE DATE OF INCORPORATION

These Articles of Incorporation shall be effective immediately as of approval of the Secretary of State, State of Florida.

ARTICLE VII - DURATION / TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing on the effective date of these Articles with the Department of State.

ARTICLE VIII - INITIAL DIRECTOR/OFFICER(S)

The name and address of the Corporation's Initial Director/Officer (s) are:

Name and Title	Address
Rodrigo Rulvo	1100 S Federal Hwy Suite 1286 Deerfield Beach, FL 33441

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator are:

GENESIS TAX HOUSE OF FLORIDA, INC
Igor Gomes – Sole Incorporator
1100 S Federal Hwy – Second Floor
Deerfield Beach, FL - 33441

ARTICLE X – REGISTERED AGENT

The name and address of the Corporation's registered agent are:

GENESIS TAX HOUSE OF FLORIDA, INC
1100 S Federal Hwy – Second Floor
Deerfield Beach, FL - 33441

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.



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ARTICLE XII - DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote or the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of all debt of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this this January 25, 2012.



**Genesis Tax House of Florida Inc – Sole Incorporator
Igor Gomes - President**

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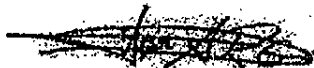
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CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Pursuant to the Provisions of Section 607.0501 F.S., The undersigned Corporation, organized under the laws of the State of Florida, submits the following statement:

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Section 607.0505 F.S.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Acceptance this this January 25, 2012.



Igor Gomes - President (Signature)

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