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CLERK OF SUPERIOR COURT  
COUNTY OF LOS ANGELES  
CALIFORNIA

1-27-06  
11/11



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : 072100000032

REFERENCE : 832477 4375034

AUTHORIZATION

*[Handwritten signature]*

COST LIMIT : \$ 87.50

ORDER DATE : January 25, 2006

ORDER TIME : 2:44 PM

ORDER NO. : 832477-005

CUSTOMER NO: 4375034

FOREIGN FILINGS

NAME: ENCORE MANAGEMENT TAMPA  
WESTSHORE, INC.

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XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney -- EXT# 2916

EXAMINER: \_\_\_\_\_

**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. Encore Management Tampa Westshore, Inc.**

(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. Delaware**

(State or country under the law of which it is incorporated)

**3. 20-4118353**

(FEI number, if applicable)

**4. January 12, 2006**

(Date of incorporation)

**5. Perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

**6. January 26, 2006**

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

**7. 14055 Seaway Road, Gulfport, MS 39503**

(Principal office address)

**14055 Seaway Road, Gulfport, MS 39503**

(Current mailing address)

**8. Hotel accomodation and food service**

(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: **Corporation Service Company**

Office Address: **1201 Hays Street**

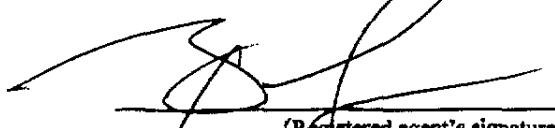
**Tallahassee**, Florida **32301**

(City)

(Zip code)

**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.*



**Brian Courtney  
Asst. V. Pres.**

(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:**

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**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Bharat Sangani

Address: 14055 Seaway Road, Gulfport, MS 39503

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Bharat Sangani

Address: 14055 Seaway Road, Gulfport, MS 39503

Vice President: Patrick J. Barber

Address: 14055 Seaway Road, Gulfport, MS 39503

Secretary: Patrick J. Barber

Address: 14055 Seaway Road, Gulfport, MS 39503

Treasurer: Bharat Sangani

Address: 14055 Seaway Road, Gulfport, MS 39503

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Patrick J. Barber, Secretary

(Typed or printed name and capacity of person signing application)

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# Delaware

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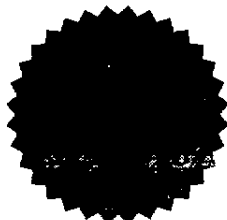
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENCORE MANAGEMENT TAMPA WESTSHORE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JANUARY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ENCORE MANAGEMENT TAMPA WESTSHORE, INC." WAS INCORPORATED ON THE TWELFTH DAY OF JANUARY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 4454671

DATE: 01-18-06