

# N 96000000251

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Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
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## BASIC AMENDMENT

### FLORIDA HOSPITALITY ASSOCIATION INC.

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*Amended*  
*Restated Art.*

12/10/01

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## AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective January 16, 1996 by the Corporation's Board of Directors pursuant to Section 617.1007, Florida Statutes. None of the amendments required member approval. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

### Article I. Name

If no old name is listed below, the name of this Florida not-for-profit corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Florida Hospitality Association Inc.  
Old Name:

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### Article II. Address

The mailing address of the Corporation is:

Florida Hospitality Association Inc.  
11382 Prosperity Farms Road  
Suite 230  
Palm Beach Gardens FL 33410

### Article III. Purpose

The Corporation is organized to bring together business persons from the hospitality industry for networking and group insurance benefits and to engage in all other lawful acts or activities not for pecuniary profit for which Florida not-for-profit corporations may be organized.

### Article IV. Membership

All persons interested in the purposes of the Corporation are eligible for membership in the Corporation if they are capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and if they comply with the requirements established from time to time in the Bylaws. Members shall have no voting rights or other rights except as provided in the Bylaws.

Corporate Creations International Inc.  
941 Fourth Street #200  
Miami Beach FL 33139  
(305) 672-0686

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Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Network Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

Article VI. Limitations

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of any of its purposes.

Article VII. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each member of the Corporation's Board of Directors is:

Tony C. Davenport  
Gloria M. Davenport  
Julian Lago  
Keith Charlton

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Article VIII. Dissolution


Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed to a not-for-profit fund, foundation or corporation that is organized and operated exclusively for charitable purposes and that has established its tax exempt status under Code Section 501(c)(3).

Article IX. Corporate Existence

The corporate existence of the Corporation shall begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

Florida Hospitality Association Inc.

By:   
\_\_\_\_\_  
Name: Tony C. Davenport  
Title: President  
Date: 12-7-01

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

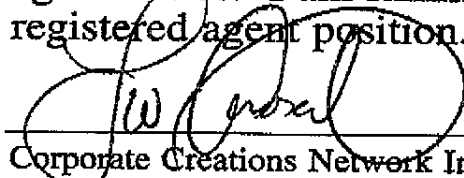
**CORPORATION:**

Florida Hospitality Association Inc.

**REGISTERED AGENT/OFFICE:**

Corporate Creations Network Inc.  
941 Fourth Street #200  
Miami Beach FL 33139

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Corporate Creations Network Inc.  
Franco E. Cammarata, Vice President

Date: December 10, 2001

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