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100 - 34th Street North, Ste 305
St. Petersburg, Florida 33713

P000000030199

February 16, 2000

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: HOLIDAY PROPERTIES, INC.

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-02/18/00--01003--001
*****70.00 *****70.00

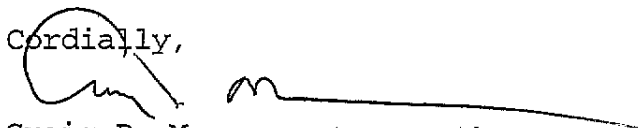
Dear Gentlemen and Ladies:

Enclosed please find for filing the original and one copy of the Articles of Incorporation regarding the above-named Corporation, together with the Certificate of Registered Agent.

Enclosed also is a check in the amount of \$70.00 in payment of applicable fees.

Thank you for your consideration and prompt assistance in this matter.

Cordially,


Craig P. Moore

CPM/vm

Encl.

FILED
00 MAR 18 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 1, 2000

CRAIG P. MOORE, ESQ.
P. O. BOX 41126
ST. PETERSBURG, FL 33743

SUBJECT: HOLIDAY PROPERTIES, INC.
Ref. Number: W00000005553

We have received your document for HOLIDAY PROPERTIES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Cunningham
Document Specialist

Letter Number: 200A00011287

ARTICLES OF INCORPORATION
OF
HOLIDAY PROPERTIES SALES, INC.

FILED
00 MAR 18 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is HOLIDAY PROPERTIES SALES, INC..

ARTICLE II

This corporation shall exist perpetually.

ARTICLE III

This corporation is organized for the following purposes:

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE IV

This corporation is authorized to issue five thousand shares of One Dollar (\$1.00) par value stock.

ARTICLE V

The name of the initial registered agent and the registered office address of this corporation is as follows:

CRAIG P. MOORE, ESQUIRE
100 - 34th Street North, Suite 305
St. Petersburg, FL 33713

ARTICLE VI

This corporation shall have ONE (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation, but shall never be less than one.

The name(s) and address(es) of the initial director(s) of this corporation is/are:

NAME

ADDRESS

BARBARA A. MCKAY

5223 61st Avenue South
St. Petersburg, FL 33715

ARTICLE VII

The name and residence address of the Incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

BARBARA A. MCKAY

5223 61st Avenue South
St. Petersburg, FL 33715

ARTICLE VIII

Section 1. The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purpose as they may deem necessary from time to time.

Section 2. Upon proper notice, the By-Laws may be amended, altered or rescinded by majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX

Shares of capital stock of this corporation issued initially shall be

held by the initial shareholders and may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE X

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided in the By-Laws.

ARTICLE XI

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Corporation, or any amendment hereto, and any right conferred upon the shareholders, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Article of Incorporation this 17 day of September, 1999.

Barbara A. McKay (SEAL)
BARBARA A. MCKAY

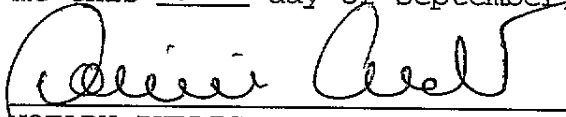
STATE OF FLORIDA)

COUNTY OF PINELLAS)

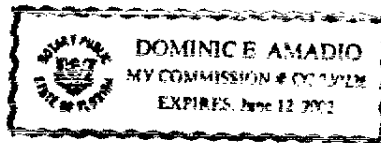
BEFORE ME, the undersigned authority, personally appeared BARBARA A. MCKAY, who is personally known to me or who produced Driver's License

as identification, who acknowledged to and before me that he executed the foregoing Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this 17 day of September, 1999.


NOTARY PUBLIC

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

That ~~HOLIDAY PROPERTIES SALES, INC.~~ desiring to organize or qualify under
the laws of the State of Florida, with its principal place of business
located at 5185 34th Street South, City of St. Petersburg, State of
Florida, has named CRAIG P. MOORE, ESQUIRE, who is located at 100 - 34th
Street North, Suite 305, City of St. Petersburg, State of Florida
33713, as its agent to accept service of process within Florida.

SIGNATURE Barbara A. McKay

TITLE Incorporator/Director

DATE 9-17-1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE Craig P. Moore
(REGISTERED AGENT)

DATE 9/17/99

FILED
00 MAR 18 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FL 09007