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Chapter Number

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Guest Management Enterprises, Inc.

Requestor's Name

8405 NW 53 Street #C100

Address

Miami FL 33166

City

State

ZIP

Phone

(305) 493-5151

CORPORATION(S) NAME

100004662141--2  
-11/01/01--01016--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Holiday USA, Inc.



Empire Toll Free: 1-800-432-3028

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- |                                                    |                                          |                                                     |
|----------------------------------------------------|------------------------------------------|-----------------------------------------------------|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Will Wait       | <input type="checkbox"/> Mail Or                    |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Pick Up         |                                                     |

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TALAHASSEE FLORIDA

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Name	
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Updater	
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Acknowledgment	
W.D. Verifier	

ARTICLES OF INCORPORATION

WE THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION OF A CORPORATION FOR PROFIT WITH THE POWERS, RIGHTS, PRIVILEGES AND IMMUNITIES HEREINAFTER MENTIONED, AND WE HEREBY MAKE, SUBSCRIBE AND ACKNOWLEDGE AND FILE WITH THE SECRETARY OF FLORIDA THESE ARTICLES OF INCORPORATION; AND TO THAT END WE DO, BY THESE ARTICLES, SET FORTH:

ARTICLE I

THE NAME OF THIS CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS: HOLIDAY USA, INC

ARTICLE II

THIS CORPORATION SHALL EXIST PERPETUALLY, CORPORATION EXISTENCE SHALL BEGIN ON THE DAY UPON WHICH THESE ARTICLES ARE APPROVED BY THE SECRETARY OF THE STATE OF FLORIDA.

ARTICLE III

THE PURPOSE OF THIS CORPORATION IS TO TRANSACT ANY OR ALL LAWFUL BUSINESSES FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER CHAPTER 607 OF THE FLORIDA STATUTES.

ARTICLE IV

THIS CORPORATION IS AUTHORIZED TO ISSUE FIVE HUNDRED (500) SHARES OF COMMON STOCK, WHICH SAID SHARES SHALL HAVE A PAR VALUE OF TEN (\$ 10.00) DOLLARS PER SHARE UPON ISSUANCE.

ARTICLE V

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE AT:

230 SW 135 AVENUE MIAMI, FLORIDA 33184

WITH THE PRIVILEGE OF HAVING BRANCH OFFICES WITHIN AND WITHOUT THE STATE OF FLORIDA.

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ARTICLE VI

THE INITIAL REGISTERED AGENT OF THIS CORPORATION UPON WHICH PROCESS MAY BE SERVED IS: LOUIS F. CAST AND THE INITIAL REGISTERED OFFICE IS LOCATED AT: 8405 NW 53 STREET SUITE C-100 MIAMI, FLORIDA 33166

ARTICLE VII

THIS CORPORATION SHALL HAVE ONE DIRECTOR(S) INITIALLY.  
THE NUMBER OF DIRECTORS SHALL BE FIXED BY LAW AND MAY BE CHANGED FROM TIME TO TIME.

ARTICLE VIII

THE NAME AND STREET ADDRESSES OF THE INITIAL DIRECTOR OF THIS CORPORATION IS:  
ZOHRA SALADRIGAS 230 SW 135 AVENUE MIAMI, FLORIDA 33184

THE AFORSAID DIRECTORS SHALL HOLD OFFICE FOR THE YEAR OF THIS CORPORATION EXISTANCE OR UNTIL A SUCCESSOR IS CHOSEN AS PROVIDED FOR IN THE BYLAWS.

THE INITIAL OFFICERS OF THIS CORPORATION AND THEIR ADDRESSES ARE:

PRESIDENT: ZOHRA SALADRIGAS 230 SW 135 AVENUE MIAMI, FLORIDA 33184

VICE-PRESIDENT: ZOHRA SALADRIGAS 230 SW 135 AVENUE MIAMI, FLORIDA 33184

SECRETARY: ZOHRA SALADRIGAS 230 SW 135 AVENUE MIAMI, FLORIDA 33184

TREASURER: ZOHRA SALADRIGAS 230 SW 135 AVENUE MIAMI, FLORIDA 33184

ARTICLE IX

THE NAME AND STREET ADDRESS OF THE INCORPORATOR

ZOHRA SALADRIGAS 230 SW 135 AVENUE MIAMI, FLORIDA 33184

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION

Zohra Saladrigas  
SIGNATURE / TITLE

ZOHRA SALADRIGAS / PRESIDENT

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA

1. THE NAME OF THE CORPORATION IS: HOLIDAY USA, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT IS LOUIS F. CASSE AND THE REGISTERED OFFICE IS AT 8405 NW 53 STREET SUITE C-100 MIAMI, FLORIDA 33133

SIGNATURE:

TITLE:

DATE:

Zohra Saladrigas  
President  
11/25/01

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TALLAHASSEE FLORIDA

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.

DATE:

11/25/01

Louis F. Casse  
REGISTERED AGENT