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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CAMNER, LIPSITZ AND POLLER, PROFESSIONAL ASSOCIATION
Account Number : 075410001634
Phone : (305) 442-4994
Fax Number : (305) 442-2389

FLORIDA PROFIT CORPORATION OR P.A.

HotelLeaders, Inc.

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08-13-02

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

FOR

HoteLeaders, Inc.

I, the undersigned, do hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

HoteLeaders, Inc.

The address of the principal office of this corporation is 1701 Ponce de Leon Boulevard, Coral Gables, Florida 33134 and the mailing address shall be the same.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, territory or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1 par value per share.

ARTICLE IV

This corporation shall have perpetual existence, commencing on the subscription and acknowledgment of these Articles, except that in the event the Articles are not filed with the Secretary of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin on the date that these Articles are filed with the Secretary of State.

ARTICLE V

The street address of the initial registered office of the corporation shall be: 550 Biltmore Way, Suite 700, Coral Gables, Florida 33134, and the name of the initial registered agent of the corporation at the address is Neale J. Poller.

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ARTICLE VI

All corporate powers shall be exercised by or under the authority of and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) Director initially. The name and street address of the member(s) of the Board of Director is:

President/Treas./Director Keith St. Clair
1701 Ponce de Leon Boulevard
Coral Gables, Florida 33134

ARTICLE VII

The names and address of the initial directors of the corporation who shall hold office for one year or until their successors are duly elected and qualify shall be:

President/Treas./Director Keith St. Clair
1701 Ponce de Leon Boulevard
Coral Gables, Florida 33134

ARTICLE VIII

The name and address of the incorporator of the corporation is : Neale J. Poller, 550 Biltmore Way, Suite 700, Coral Gables, Florida 33134.

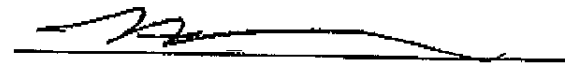
ARTICLE IX

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

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IN WITNESS WHEREOF, I, NEALE J. POLLER, being the Incorporator and Registered Agent of HoteLeaders, Inc., make and file these Articles of Incorporation. Having been named as Registered Agent and to accept service of process for HoteLeaders, Inc. at the place designated in these Articles of Incorporation, 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 this 12th day of August, 2002.



NEALE J. POLLER, Incorporator
and Registered Agent

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