000102963 FILED 02 SEP 24 PM 12: 53 SECRETARY OF STATE TALLAHASSEE, FLORIDA Requestor's Name Address City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(\$), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time Certified Copy-Mail out Will walt Photocopy Certificate of Status AMENDMENTS \*\* PANEMATIENCS Profit Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent **Domestication** Dissolution/Withdrawal Other Merger REGISTRATION OTHER FILINGS **DUALIFICATION** 100007981491--8 . -09/24/02--01048--006 Annual Report \*\*\*\*\*78.75 \*\*\*\*\*78.75 Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials CR2E031(1/95)

# ARTICLES OF INCORPORATION OF CELEBRATION INNS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of CELEBRATION INNS, INC., a Florida corporation (the "Corporation"), pursuant to Chapter 607 of the Florida Statutes, hereby forms this corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation:

## ARTICLE I - NAME

The name of the Corporation shall be Celebration Inns, Inc., the mailing address of the Corporation shall be 862 Hammocks Drive, Ocoee, Florida 34761.

#### ARTICLE II – CORPORATE EXISTENCE

The Corporation will exist commencing on the date of filing these Articles of Incorporation with the Florida Department of State.

## <u>ARTICLE III – DURATION</u>

The Corporation shall exist perpetually.

# ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

# ARTICLE V – CAPITAL STOCK

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is One Thousand (1000) shares of common stock having a par value of One Cent (\$.01) per share.

# ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent shall be:

Catherine Buhaly Ibold, Esq.

and the street address of the registered office shall be:

20 North Eola Drive

Orlando, FL 32801

# ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) initial directors. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1).

The names and address of the directors of the Corporation are as follows:

David R. Breeden

862 Hammocks Drive

Ocoee, FL 34761

Antonio C.Monteiro

862 Hammocks Drive

Ocoee, FL 34761

# ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Catherine Buhaly Ibold

20 North Eola Drive

Orlando, FL 32801

# ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

# <u>ARTICLE X – AMENDMENTS</u>

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of September, 2002.

Catherine Buhaly Ibold, Esq.

Incorporator

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

# CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT FOR

# CELEBRATION INNS, INC.

I, Catherine Buhaly Ibold, Esq., having been named as registered agent for the above named Corporation, at the place designated in the foregoing Article of Incorporation, hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of Section 607.0505 of the Florida Statutes.

Catherine Buhaly Ibold, Esq.