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ACCOUNT NO. : 072100000032 REFERENCE: 855947 COST LIMIT : \$ 78.75 ORDER DATE: December 13, 2002 ORDER TIME : 12:44 PM ORDER NO. : 855947-005 CUSTOMER NO: 80869A CUSTOMER: R. John Cole, Ii, Esq R. John Cole, Ii, P.a. Suite 24 46 N. Washington Blvd. Sarasota, FL 34236 DOMESTIC FILING NAME: CLUB PLAYA, INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY _____ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER'S INITIALS:

CONTACT PERSON: Sara Lea - EXT. 1114

ARTICLES OF INCORPORATION OF CLUB PLAYA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business

Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CLUB PLAYA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5151 OCEAN BLVD. SARASOTA, FLORIDA 34242

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10,000.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

R. JOHN COLE, II, ESQUIRE 46 NORTH WASHINGTON BOULEVARD, SUITE 24 SARASOTA, FLORIDA 34236

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is

RONALD J. RUZGIS 5152 WINDWARD AVENUE SARASOTA, FL 34242

The undersigned has executed these Articles of Incorporation this the 19 day of December, 2002.

RONALD J. RUZGIS, INCORPORATOR

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<u>CERTIFICATE OF DESIGNATION</u> <u>REGISTERED AGENT/REGISTERED OFFICE</u>

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:

CLUB PLAYA, INC.

2. The name and address of the registered agent and office is:

R. JOHN COLE, II, ESQUIRE 46 NORTH WASHINGTON BOULEVARD, SUITE 24 SARASOTA, FLORIDA 34236

RONALD J. RUZGIS

Date: 12-14-02
Title: INCORPORATOR

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.

Registered Agent

DATE: 12-19-02

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SECRETARY OF STATE

SECRETARY OF STATE