

P04000041389

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

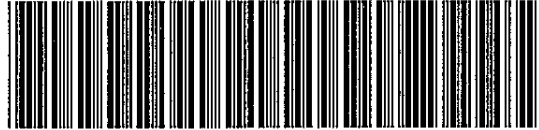
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500026464905

RECEIVED

04 MAR -4 PM 1:13

DEPT. OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
3-3-04

FILED

2004 MAR -4 A 11:28

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 472683 4327318

AUTHORIZATION :

*Patricia Pigato*

COST LIMIT : \$ 87.50

ORDER DATE : March 3, 2004

ORDER TIME : 11:17 AM

ORDER NO. : 472683-010

CUSTOMER NO: 4327318

CUSTOMER: Mr. Eric Shediak  
Rudolph Friedmann Llp

92 State Street

Boston, MA 02109-2004

DOMESTIC FILING

NAME: PRIZM HOSPITALITY GROUP, INC.

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
PRIZM HOSPITALITY GROUP, INC.

FILED  
2004 MAR -4 A 11: 29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is

PRIZM HOSPITALITY GROUP, INC.

SECOND: The street address, wherever located, of the principal office of the corporation is 1685 East Classical Boulevard, Del Ray, FL 33445

The mailing address, wherever located, of the corporation is 1685 East Classical Boulevard, Del Ray, FL 33445

THIRD: The number of shares that the corporation is authorized to issue is 10,000, all of which are without par value and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

The name of the initial registered agent of the corporation at the said registered office is Corporation Service Company.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME

ADDRESS

James L. Rudolph, P.C.

Rudolph Friedmann LLP, 92 State Street, Boston, MA 02109

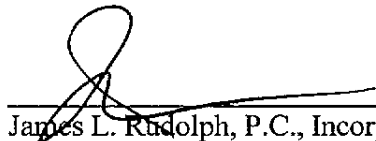
SIXTH: This corporation may engage or transact in any lawful activities or business permitted under the laws of the United States, the State of Florida or any other states, country, territory or nation and to have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

SEVENTH: The duration of the corporation shall be perpetual.

EIGHTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

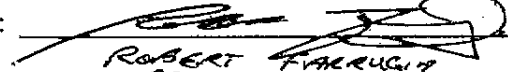
NINTH: The corporate existence of the corporation shall begin on March 3, 2004.

Signed on

  
James L. Rudolph, P.C., Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation 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.

CORPORATION SERVICE COMPANY

By:   
ROBERT FAERUGHI  
ASSISTANT VICE PRESIDENT  
Date: 3 / 3 / 04

FILED  
2004 MAR -4 A 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA