

05/25/2005

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Division of Corporations

Page 1 of 1

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FLORIDA PROFIT CORPORATION OR P.A.

NZ Club Marketing, Inc.

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DA

**ARTICLES OF INCORPORATION
OF
NZ CLUB MARKETING, INC.**

I, the undersigned natural person of the age of eighteen (18) years or more, acting pursuant to Chapter 607 of the Florida Statutes as incorporator of NZ Club Marketing, Inc. (the "Corporation"), hereby adopt the following Articles of Incorporation for the Corporation.

ARTICLE I - NAME

The name of the Corporation is NZ Club Marketing, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the Corporation shall be 8 Indian Creek Island Road, Indian Creek Village, Florida 33154

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be organized under the Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue one thousand shares (1,000) of One Cent (\$0.01) par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1200 South Pine Island Road, Plantation, Florida 33324 and the name of the initial registered agent of this Corporation at that address is CT Corporation System.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial directors are as follows:

Robert Diener	8 Indian Creek Island Road Indian Creek Village, Florida 33154
David Litman	14275 Midway, Suite 450 Addison, Texas 75001

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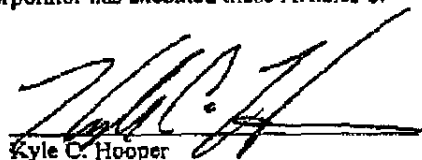
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ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Kyle C. Hooper 500 North Akard Street, Suite 3500
Dallas, Texas 75201

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of May, 2005.


Kyle C. Hooper

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the appointment as registered agent and agrees to act in such capacity.

Registered Agent:

CT Corporation System

By: Connie Bryan

Date: May 25, 2005

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY