

**Electronic Articles of Incorporation
For**

P07000012467
FILED
January 29, 2007
Sec. Of State
rdunlap

PALACE HOTELS & RESORTS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PALACE HOTELS & RESORTS, INC.

Article II

The principal place of business address:

18168 DAYBREAK DRIVE
BOCA RATON, FL. 33496

The mailing address of the corporation is:

18168 DAYBREAK DRIVE
BOCA RATON, FL. 33496

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

GEORGE N PARKER
18168 DAYBREAK DRIVE
BOCA RATON, FL. 33496

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: GEORGE N. PARKER

Article VI

The name and address of the incorporator is:

GEORGE N. PARKER
18168 DAYBREAK DRIVE

BOCA RATON, FL 33496

Incorporator Signature: GEORGE N. PARKER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
GEORGE N PARKER
18168 DAYBREK DRIVE
BOCA RATON, FL. 33496

Title: SECT
GEORGE N PARKER
18168 DAYBREAK DRIVE
BOCA RATON, FL. 33496

Title: TRE
GEORGE N PARKER
18168 DAYBREAK DRIVE
BOCA RATON, FL. 33496