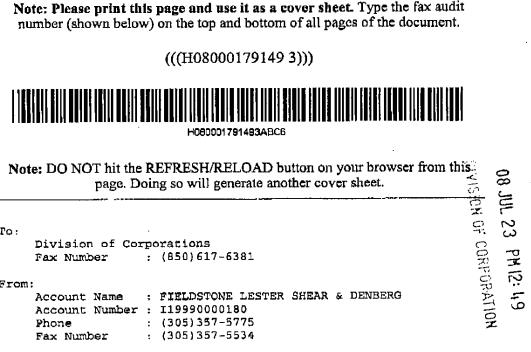


Florida Department of State

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit



To:

From:

Fax Number : (305)357-5534

FLORIDA PROFIT/NON PROFIT CORPORATION

Holiday Showplace, Inc.

Certificate of Status	. 0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

7/23/2008

JUL-23-2008 WED 11:12 AM

FAX NO.

P. 02/06

(((H08000179149 3)))

ALCD

08 JUL 23 PM 12: 56

SECRETARY OF STATE FALL AHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HOLIDAY SHOWPLACE, INC.

ARTICLE I - NAME

The name of this corporation is HOLIDAY SHOWPLACE, INC.

ARTICLE II - PURPOSE

The corporation shall be authorized to transact all legal business of any nature.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

Number of Shares	Par Value Per	Class of
Authorized	Share	Stock
1,000	\$1.00	Common

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and mailing office of this corporation is:

4102 Buchanan Street Hollywood, FL 33021 (((H080001791493)))

and the name and address of the initial registered agent of this corporation is:

Name

Address

Ronald R. Fieldstone

201 Alhambra Circle

Suite 601

Coral Gables, FL 33134

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles are filed with the Secretary of State.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Name

Address

Ronald R. Fieldstone

201 Alhambra Circle

Suite 601

Coral Gables, FL 33134

ARTICLE VIII - INCORPORATOR

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

Name

Address

Ronald R. Fieldstone

201 Alhambra Circle

Suite 601

Coral Gables, FL 33134

(((H080001791493)))

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22 day of July, 2008.

Ronald R. Fieldstone Incorporator

(((H08000179149 3)))

FILED

08 JUL 23 PM 12: 58

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE CRETARY OF STATE FALL AHASSEE, FLORIDA

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:

HOLIDAY SHOWPLACE, INC.

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

Ronald R. Fieldstone 201 Alhambra Circle Suite 601 Coral Gables, FL 33134

> Ronald R. Fieldstone Title: Incorporator

Date: July 221, 2008.

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.

Ronald R Fieldstone

Date: July 224, 2008.

H:\LIBRARY\Clients\Showplace.Heliday\Corporate\Heliday SHowplace, Inc.articles of inc.doc

JUL-23-2008 WED 11:13 AM

(((H08000179149 3)))

08 JUL 23 PM 12: 56

AUTHORIZATION

SECRETARY OF STATE TALLAMASSEE, FLORIDA

The undersigned as Manager of HOLIDAY SHOWPLACE, LLC, does hereby consent to the formation of HOLIDAY SHOWPLACE, INC., whose principals are the same as HOLIDAY SHOWPLACE, LLC.

HOLIDAY SHOW LACE, LLC, a Florida

limited liability company

Royald R Fieldstone Manager

Dated: July 23, 2008.

H:\LIBRARY\Clients\Showplace.Holiday\Corporate\Authorization Name.doc