

To: The Florida Dept. of State  
Subject: 001495.116527

From: Ashley Smith

Tuesday, December 22, 2009 4:56 PM Page: 1 of 4

Division of Corporations

http://efile.sunbiz.org/scripts/efilcovr.exe

P09000102405

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H090002631463)))



H090002631463ABC

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : CORPDILECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 212-1173  
Fax Number : (850) 214-1640

FILED  
09 DEC 22 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

001495.116527

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: baseball70@aol.com

FLORIDA PROFIT/NON PROFIT CORPORATION  
HOTEL SERVICES II, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

EP 12/23/09

RECEIVED  
09 DEC 22 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

H09000263146 3

FILED  
09 DEC 22 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
HOTEL SERVICES II, INC.

WE, THE UNDERSIGNED, being desirous of associating ourselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida, do make, subscribe and acknowledge these Articles of Incorporation, pursuant to Chapter 607 of the Florida Business Corporation Act, and other applicable provisions of the Corporation Law of the State of Florida, and acts amendatory thereof and supplemental thereto.

FIRST: The name of the corporation is:

HOTEL SERVICES II, INC.

SECOND: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Florida.

THIRD: The Corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
Common	200	None

FOURTH: The address of the initial registered office of this corporation in this state is c/o : Charles Sferlazza, 7000 Island Boulevard-Apt. 2710, Aventura, FL 33160 and the name of the registered agent at said address is: Charles Sferlazza

FIFTH: The street address of the initial principal office of this corporation is 7000 Island Boulevard - Apt. 2710, Aventura, Florida 33160.

SIXTH: The name and address of the incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Francena Odom	10 Bank Street White Plains, New York 10606

H09000263146 3

H09000263146 3

SEVENTH: Any person who was or is a party or is threatened to be made a party to any proceeding, (whether or not by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall be entitled to be indemnified by the corporation to the full extent then permitted by law against liability incurred in connection with such proceeding, including any appeal thereof. Such right of indemnification shall incur whether or not the claim asserted is based on matters which antedate the adoption of this Article SEVENTH. Such right of indemnification shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall incur to the benefit of the heirs and personal representatives of such a person. The indemnification provided by this Article SEVENTH shall not be deemed exclusive of any other rights which may be provided now or in the future under any provisions currently in effect or hereafter adopted by the By-Laws, by any agreement, by vote of stockholders, by resolution of disinterested directors, by provision of law, or otherwise.

EIGHTH: No director of the corporation shall be personally liable to the corporation or any other person for monetary damages for breach of fiduciary duty as a director, except for liability (i) for a violation of criminal law, unless the director has reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful, (ii) for any transaction from which the director directly or indirectly derived an improper personal benefit, (iii) under section 607.144 of the Florida General Corporation Act, (iv) for conscious disregard for the best interest of the corporation or willful misconduct, or (v) for recklessness or an act or omission which was committed in bad faith or with a malicious purpose or in a matter exhibiting wanton and willful disregard of human, rights, safety, or property.

IN WITNESS WHEREOF, the undersigned have signed this 22<sup>nd</sup> day of December, 2009.

Made and subscribed these Articles of Incorporation at White Plains, New York for the uses and purposes aforesaid.

  
Francena Odom

H09000263146 3

To: The Florida Dept. of State  
Subject: 001495.116527

From: Ashley Smith

Tuesday, December 22, 2009 4:05 PM Page: 4 of 4

H09000263146 3

ACCEPTANCE AS REGISTERED AGENT

OF

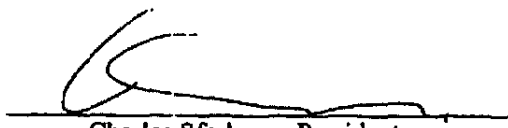
HOTEL SERVICES II, INC.

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

December 22, 2009

HOTEL SERVICES II, INC.

SIGN: \*\*

  
Charles Sferlazza, President

7000 Island Boulevard-Apt. 2710  
Aventura, Florida 33160

FILED  
09 DEC 22 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H09000263146 3