

From: Genesis Tax

617 628 3890

01/26/2012 10:44

#107 P 001/005

P1200009319

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.

((H12000022107 3))



H120000221073ABCP

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 : GENESIS TAX HOUSE OF FLORIDA, INC.
Account Number : 120110000068
Phone : (866) 325-3829
Fax Number : (617) 628-3890

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

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION

Hilton WorldWide Group, Corp

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 JAN 26 PM 2:29

[Electronic Filing Menu](#)

[Corporate Filing Menu](#)

[Help](#)

75 1/27/12

From:Genesis Tax

617 628 3890

01/26/2012 13:43

#107-P 002/005

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

((H120000221073)))

12 JAN 26 AM 10:50

**ARTICLES OF INCORPORATION OF
HILTON WORLDWIDE GROUP, CORP
a Florida Corporation**

The undersigned subscriber to these Articles of Incorporation is a Natural Person competent to contract and hereby form a Corporation under the provisions of Chapter 607 of the Florida Statutes.

ARTICLE I - NAME OF CORPORATION

The name of the Corporation shall be:
Hilton WorldWide Group, Corp

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation are:

Principal Office
1100 S Federal Hwy Suite 1286
Deerfield Beach, FL 33441

Mailing Address
Same as principal.

ARTICLE III - PURPOSE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to issued is:

1,000 at a \$0.01 par value each share

Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE V - REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

1.866.325.3829
304 Somerville Ave. Somerville, MA 02143
14 Union Ave. Framingham, MA 01702
33441



1.800.460.4829
1100 S Federal Hwy 2nd Floor
Deerfield Beach, FL

((H120000221073)))

ARTICLE VI - EFFECTIVE DATE OF INCORPORATION

These Articles of Incorporation shall be effective immediately as of approval of the Secretary of State, State of Florida.

ARTICLE VII - DURATION / TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing on the effective date of theses Articles with the Department of State.

ARTICLE VIII - INITIAL DIRECTOR/OFFICER(S)

The name and address of the Corporation's Initial Director/Officer (s) are:

Name and Title
Rodrigo Ruivo

Address
1100 S Federal Hwy Suite 1286
Deerfield Beach, FL 33441

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator are:

GENESIS TAX HOUSE OF FLORIDA, INC
Igor Gomes – Sole Incorporator
1100 S Federal Hwy – Second Floor
Deerfield Beach, FL - 33441

ARTICLE X – REGISTERED AGENT

The name and address of the Corporation's registered agent are:

GENESIS TAX HOUSE OF FLORIDA, INC
1100 S Federal Hwy – Second Floor
Deerfield Beach, FL - 33441

ARTICLE XI - INDEMNIFICATION

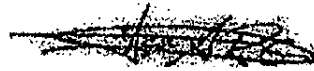
The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

(((H120000221073)))

ARTICLE XII - DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote or the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of all debt of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this this January 25, 2012.



Genesis Tax House of Florida Inc – Sole Incorporator
Igor Gomes - President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JAN 26 AM 10:50

((H120000221073)))

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Pursuant to the Provisions of Section 607.0501 F.S., The undersigned Corporation, organized under the laws of the State of Florida, submits the following statement:

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 as provided for in Section 607.0505 F.S.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Acceptance this this January 25, 2012.



Igor Gomes - President (Signature)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JAN 26 AM 10:50