

**H95000027668**

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

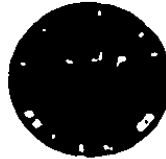
FROM: EMPIRE CORPORATE KID COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135-  
3341R-0000  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

((H95000003696))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: CELEBRITY REAL ESTATE INC.  
FAX AUDIT NUMBER: H95000003696 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 09/30/1995 TIME REQUESTED: 15:11:37  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000003696)))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:11:



FLORIDA DEPARTMENT OF STATE  
Sandra B. Northerm  
Secretary of State

March 31, 1995

EMPIRE CORPORATE KIT NEWARK

MIAMI, FL

SUBJECT: CELEBRITY REAL ESTATE INC.  
REF: 886000007032

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loris Poole  
Corporate Specialist

FAX Ref. #: 886000008898  
Letter Number: 595A00014653

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

Russell W. Warbington  
 AAA Paralegal  
 705 E. Oak St.  
 Kissimmee, FL 34744  
 (407) 870. 2559  
 3500

195000003696

ARTICLES OF INCORPORATION  
 OF

CELEBRITY REAL ESTATE INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I  
NAME

The name of the Corporation is: CELEBRITY REAL ESTATE INC.

ARTICLE II  
DURATION

The duration of the Corporation is perpetual.

ARTICLE III  
PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV  
CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V  
PRINCIPAL OFFICE ADDRESS AND INITIAL REGISTERED AGENT

The street address of the Principal Office of the Corporation is 911 N. Main Street, Suite 3-B, Kissimmee, Florida 34744 and the name of its initial Registered Agent at that address is Michele Dioguardo Ehret.

ARTICLE VI

195000003696

H95000003696

#### INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each Initial Director of the Corporation is as follows:

MICHELE DIOGUARDO EHRET; 911 N. MAIN STREET, SUITE 3-B, KISSIMMEE, FLORIDA 34744.

#### ARTICLE VII INCORPORATORS

The name and address of each Incorporator is as follows:

MICHELE DIOGUARDO EHRET; 911 N. MAIN STREET, SUITE 3-B, KISSIMMEE, FLORIDA 34744.

#### ARTICLE VIII AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

#### ARTICLE IX INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

#### ARTICLE X BY-LAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the By-Laws must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 27 day of March, 1995.

  
MICHELE DIOGUARDO EHRET  
Incorporator

STATE OF FLORIDA :  
COUNTY OF OSCEOLA:

BEFORE ME, personally appeared MICHELE DIOGUARDO EHRET personally known to me or having shown identification in the form

H95000003696

495000003696

of Driver License and who executed the foregoing Articles of Incorporation and acknowledged to and before me that s/he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 4 day of April, 1995.

Russell West  
Notary Public

My commission expires:



My commission expires  
12/31/95  
RUSSELL WEST, Notary Public  
STATE OF FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of Celebrity Real Estate Inc., which is contained in the foregoing Articles of Incorporation.

Michele D. Ehrat  
Michele D. Ehrat

FILED  
APR 5 1995  
MIAMI, FLORIDA

495000003696