

P45000035601

CAPITAL PROGRAM MARKETING, INC.
15219 GULF BLVD.
MADEIRA BEACH, FL 33708
(813) 393-1168

April 26, 1995

Department of State
Corporate Records Division
P.O. Box 6327
Tallahassee, FL 32314

Division of Corporations:

Enclosed please find Articles of Incorporation for Capital Program Marketing, Inc. along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Sincerely,

Geraldine A. Smith

Geraldine A. Smith
Incorporator

700001470037
-05/01/95--01091--016
*****70.00 *****70.00

FILED
MAY 1 1995
TALLAHASSEE, FL

MAY 8 1995 BSB

FILED

95 MAY -1 AM 8:56

ARTICLES OF INCORPORATION
OF
CAPITAL PROGRAM MARKETING, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: Capital Program Marketing, Inc.

The principal place of business of this corporation shall be:
15219 Gulf Blvd.
Madeira Beach, FL 33708

ARTICLE II: NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 shares, par \$1.00.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V: OFFICERS AND DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until a successor is elected, is:

Geraldine A. Smith
15219 Gulf Blvd.
Madeira Beach, FL 33708

ARTICLE VI: INCORPORATOR

The name and street address of the incorporator to these articles of incorporation is:

Geraldine A. Smith
15219 Gulf Blvd.

Madeira Beach, FL 33708

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of April, 1995.

Signature of Incorporator

Geraldine A. Smith

STATE OF Florida
COUNTY OF Pinellas

THE FOREGOING instrument was acknowledged and sworn to before me this 26th day of April, 1995 by Geraldine A. Smith of Capital Program Marketing, Inc.



THOMAS J. SMITH
MY COMMISSION # CC403280 EXPIRES
August 25, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public

Thomas J. Smith
My Commission Expires:

August 25, 1998

(SEAL)

ARTICLES OF INCORPORATION FILING FEE: \$35.00

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating a registered office/registered agent, in the State of Florida:

1. The name of the corporation is: Capital Products Marketing, Inc.
2. The name and address of the registered agent/registered office is:

Geraldine A. Smith
15219 Gulf Blvd.
Madeira Beach, FL 33708

SIGNATURE Geraldine A. Smith
(Corporate Officer)

TITLE Director

DATE 4/26/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE 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 COMPEtent PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE Geraldine A. Smith

DATE 4/26/95

REGISTERED AGENT FILING FEE: \$35.00.

P45000035601

CAPITAL PROGRAM MARKETING, INC.
15219 GULF BLVD.
MADEIRA BEACH, FL 33708
(813) 393-1168

Re. Alin
1-2372

April 26, 1995

Department of State
Corporate Records Division
P.O. Box 6327
Tallahassee, FL 32314

Division of Corporations:

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Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Sincerely,

Geraldine A. Smith
Geraldine A. Smith
Incorporator

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MAY 1 1995
TALLAHASSEE, FL
CORPORATION DIVISION

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SECRETARY OF STATE
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Madira Beach, FL 33708

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Signature of Incorporator

Geraldine A. Smith

STATE OF Florida
COUNTY OF Pinellas

THE FOREGOING instrument was acknowledged and sworn to before me this 26th day of April, 1995 by Geraldine A. Smith of Capital Program Marketing, Inc.



THOMAS J. SMITH
MY COMMISSION # CC403280 EXPIRES
August 25, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public

Thomas J. Smith

My Commission Expires:

August 25, 1998

(SEAL)

ARTICLES OF INCORPORATION FILING FEE: \$35.00

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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: Capital Program Marketing, Inc.
2. The name and address of the registered agent and office is:

Geraldine A. Smith
15219 Gulf Blvd.
Madeira Beach, FL 33708

SIGNATURE Geraldine A. Smith
(Corporate Officer)

TITLE Director

DATE 4/26/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE Geraldine A. Smith

DATE 4/26/95

REGISTERED AGENT FILING FEE: \$35.00.

FILED
APR 27 1995
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
IN FLORIDA

P95000035601

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Capital Program Marketing, Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☒ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other ucc Filing

☐ Change of R.A.

☐ Fic. Name

☒ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ After 4:30

☒ Pick Up

Name

Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPIES
FILE STAMPED

3-17
HENDRICKS MAR 17 1997

CR2E031 (1-89)

FILED
97 MAR 17 PM 3:42
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF
CAPITAL PROGRAM MARKETING, INC.**

(BY VOTE OF SHAREHOLDERS)

PURSUANT TO SECTION 607.1006 OF THE FLORIDA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

FIRST: THE NAME OF THE CORPORATION IS CAPITAL PROGRAM MARKETING, INC.

SECOND: THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE AMENDED BY CHANGING THE ARTICLE NUMBERED "I" SO THAT, AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:

"The name of the corporation shall be: Capital Program Marketing, Inc. The principal place of business of this corporation shall be: 100 Second Avenue South, Suite 303N, St. Petersburg, Florida 33701."

THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE FURTHER AMENDED BY CHANGING THE ARTICLE NUMBERED "III" SO THAT, AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:

"The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any time is: 5,000,000 shares, par \$.01."

THIRD: THE AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE CORPORATION SET FORTH ABOVE WAS ADOPTED ON THE 26TH DAY OF FEBRUARY, 1997.

FOURTH: THE AMENDMENTS WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENTS BY THE SHAREHOLDERS WAS SUFFICIENT FOR APPROVAL.

Signed this 28th day of February, 1997.

CAPITAL PROGRAM MARKETING, INC.

BY: DG. Brandano, Jr.

NAME: Daniel G. Brandano, Jr.

TITLE: Chief Executive Officer

#560550 v1 - SEARLE/JR - 60354011.DOC - 18524/1

Document Number Only

P95000G35601

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

Capital Program Marketing Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

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☐ After 4:30

☒ Pick Up

Name

Availability

Document
Examiner

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Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPIES
FILE STAMPED

CR2E031 (1-89)

**ARTICLES OF AMENDMENT
OF
CAPITAL PROGRAM MARKETING, INC.
(BY VOTE OF SHAREHOLDERS)**

FILED
97 MAY -8 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO SECTION 607.1006 OF THE FLORIDA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

FIRST: THE NAME OF THE CORPORATION IS CAPITAL PROGRAM MARKETING, INC.

SECOND: THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE AMENDED BY CHANGING THE ARTICLE NUMBERED "I" SO THAT, AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:

"The name of the corporation shall be: SunStyle International Holidays, Inc. The principal place of business of this corporation shall be: 100 Second Avenue South, Suite 303N, St. Petersburg, Florida 33701."

THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE FURTHER AMENDED BY CHANGING THE ARTICLE NUMBERED "III" SO THAT, AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:

"The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any time is: 10,000,000 shares, par \$.01."

THIRD: THE AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE CORPORATION SET FORTH ABOVE WAS ADOPTED ON THE 15th DAY OF APRIL, 1997.

FOURTH: THE AMENDMENTS WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENTS BY THE SHAREHOLDERS WAS SUFFICIENT FOR APPROVAL.

Signed this 15th day of April, 1997.

CAPITAL PROGRAM MARKETING, INC.

BY: DG. Brandano, Jr.

NAME: Daniel G. Brandano, Jr.

TITLE: Chief Executive Officer

#575909 v1 - SEARLEJR - ccdh011.DOC - 18584/1