

1201 HAYS STREET

800-342-8086

Handwritten: P1500009314



PRESTICE HALL
LEGAL & FINANCIAL SERVICES

15 MAY 17 PM 3:00

DIVISION OF

ACCOUNT NO. : 07210000032

REFERENCE : 599994 113789A

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 70.00

ORDER DATE : May 16, 1995

ORDER TIME : 12:43 PM

ORDER NO. : 599994

000001492490

CUSTOMER NO: 113789A

CUSTOMER: Ms. Laura Arnoff
MS. LAURA ARNOFF

Suite 1002
2000 Palm Beach Lakes Blvd.
West Palm Beach, FL 33409

DOMESTIC FILING

NAME: CASTLE ROOM, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN MAY 18 1995

FILED
95 MAY 17 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CASTLE ROOM, INC.

FILED
95 MAY 17 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CASTLE ROOM, INC.

The address of the principal office of this corporation shall be 2000 Palm Beach Lakes Boulevard, Suite 1002, West Palm Beach, Florida 33409, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Dale Brisson	c/o 525 South Flagler Drive, Suite 400 West Palm Beach, Florida 33401
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Joseph C. Visconti	Same
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

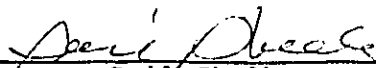
The undersigned incorporator has executed these Articles of Incorporation on May 17, 1995.



Incorporator
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Its Agent, Gail Shelby
Authorized Service Representative
Corporation Service Company

DBC/dks

LAW OFFICES OF
RICHARD S. RACHLIN, P.A.

SUITE 1002

2000 PALM BEACH LAKES BOULEVARD

WEST PALM BEACH, FLORIDA 33409

TELEPHONE (407) 684-4700
TELEFAX (407) 697-1722

RICHARD S. RACHLIN
LAURA E. ARNOFF

*BOARD CERTIFIED
CIVIL TRIAL ATTORNEY

PA 50000039314

October 3, 1995

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Castle Room, Inc.
Our File No.: 1920

Dear Sir/Madam:

Enclosed please find the original and one copy of the Statement of Change of Registered Agent for Castle Room, Inc. along with a draft in the amount of \$35.00 as payment in full for filing fees. I would request that said Statement of Change be filed for Castle Room, Inc.

Thank you for your attention to this matter.

Very truly yours,

Laura E. Arnoff

Laura E. Arnoff

TALLAHASSEE, FLORIDA

95 OCT 20 AM 9:28

FILED

/jll

Enclosure

cc: Mr. Dale Brisson (w/enc.)
Mr. Joseph Visconti (w/enc.)

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*****35.00 *****35.00

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STATEMENT OF CHANGE OF REGISTERED AGENT
FOR CASTLE ROOM, INC.

Pursuant to the provisions of §607.0502, Fla.Stats., the undersigned corporation organized under the laws of the State of Florida, submits the following Statement in order to change its Registered Agent in the State of Florida.

1. The name of the corporation is CASTLE ROOM, INC.

2. Date of Incorporation: May 17, 1995

Document Number: P95000039314

3. The name and address of the current Registered Agent and office:

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, Florida 32301-2525

4. The name and address of the new Registered Agent and office:

LAURA E. ARNOFF, ESQUIRE
2000 Palm Beach Lakes Boulevard
Suite 1002
West Palm Beach, FL 33409

TALLAHASSEE, FLORIDA
95 OCT 20 AM 9:28
FILED

Such change was authorized by resolution duly adopted by the Board of Directors for CASTLE ROOM, INC.

CASTLE ROOM, INC.

BY: Dale J. Bussion pres
DIRECTOR

DATE: Oct 16 95

BY: _____
DIRECTOR

DATE: _____

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

BY: Laura E. Arnoff
LAURA E. ARNOFF, ESQUIRE
Registered Agent

DATE: 10-4-95

FILED
95 OCT 20 AM 9:22
TALLAHASSEE FL 32301