

COST LIMIT # # 70.00

ORDER DATE : January 9, 1996

ORDER TIME : 12:59 PM

ORDER NO. 8 796558

CUSTOPIER NO:

824700

400001698764

Suite 409

CUSTOBER: N. Diane Holmes, Esquire N. DIANE HOLMES, ESQUIRE

801 N. Magnolia Ave. Orlando, FL 32803

DOMESTIC FILING

NAME: PLAYA POCO, INC.

TRAnslation - Little Beach

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN JAN 2 2 1995

96 JAN 19 AN II: 53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PLAYA POCO, INC.

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:

PLAYA POCO, INC.

The address of the principal office of this corporation shall be 255 East Swoope Avenue, Winter Park, Florida 32789, 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 \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 801 N. Magnolia Avenue, Suite 409 Orlando, Florida 32803, and the name of the initial registered agent of the corporation at that address is N. Diane Holmes.

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:

Jeffrey T. Dye Dir.

255 East Swoope Avenue Winter Park, Florida 32789

Mary A. Dye Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Jeffrey T. Dye Pres./Treas. 255 East Swoope Avenue Winter Park, Florida 32789

Mary A. Dye V.Pres./Sec.

Same

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on January 19, 1996.

CORPORATION SERVICE COMPANY

By: Its Agent, Gail Shelby

dks

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:	ALLER TO
PLAYA POGO, INC. (must include a	iulix)
2. The name and address of the registered agent and office is:	
N. Diane Holmes (NAME)	
801 N. Magnolia Av (P.O. Box or Mail Drop Box	Ve., Suite 409 NOT ACCEPTABLE)
Orlando, Florida 32803 (City/STATEZIP)	
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.	
U.DH.	_
(SIGNATURE)	(Date)