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TRANSMITTAL LETTER

FILED
AUG -5 AM 9:35
TALLAHASSEE, FLORIDA

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

600001913266
-08/05/96--01064--001
***122.50

SUBJECT: LUXURY RENTALS BY GOZZO, INC.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of Incorporation and our check
for \$ 122.50 .

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-08/05/96--01064--001
***122.50

FROM: Nancy Frisenda
747 SW South Macedo Blvd.
Port St. Lucie, FL 34983
(561) 785-9537
Name (printed or typed)
Address
City, State, & Zip
Telephone Number

600001913266
-08/05/96--01064--001
***122.50 ***122.50

8/6/96
JP

Note: Please provide the original and one copy of the Articles.

ARTICLES OF INCORPORATION
OF
LUXURY RENTALS BY GOZZO, INC.

FILED
MAR 5 1964
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I

The name of this corporation shall be LUXURY RENTALS BY GOZZO, INC.

ARTICLE II

Purpose

This corporation is organized for the purpose of obtaining land and constructing high value luxury rental property for its ownership and management and for the purpose of transacting any or all lawful business.

ARTICLE III

Capital Stock

The capital stock of this corporation shall consist of 500 shares of common stock of \$1.00 par value, fully paid and non-assessable.

ARTICLE IV

Initial Registered Office

The Initial Registered Office of this corporation shall be located at 9121 North Military Trail, Suite 216, in the City of Palm Beach Gardens, County of Palm Beach, State of Florida, and the name of the Initial Registered Agent of this corporation at said address shall be Gregory Gozzo.

ARTICLE V

Initial Board of Directors

This corporation shall initially have one (1) Director. The number of Directors may be changed from time to time by the by-laws but shall never be less than one (1). The name and address of the initial Director, is:

Gregory Gozzo
190 Spyglass Lane
Jupiter, FL 33477

ARTICLE VI

Special Provisions

The following special provisions shall govern this corporation:

A. The time and place of the annual shareholders' meeting and the annual directors' meeting shall be fixed and provided for in the by-laws and notice of same shall be given in one of the methods provided by law. Any shareholder or director may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.

B. There shall be a President, a Secretary and a Treasurer of this corporation, and such assistants as the shareholders may, by resolution, determine to be necessary and/or as provided in the by-laws. This corporation may also have such other officers, assistants and factors as may be determined necessary and provided for by

resolution of the shareholders and/or in the by-laws. Any person may hold two (2) or more offices. The shareholders may, at any time, by majority vote at a duly-called and noticed meeting declare any office or directorship vacant or remove any officer or director and elect a successor thereto. Additionally, directors may, at any time, by majority vote at a duly-called and noticed meeting declare any office vacant or remove any officer and elect a successor thereto.

C. The directors may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.

D. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office or directorship in this corporation.

E. No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the officers or directors of the corporation is or are interested in or is an officer or director or are officers or directors of such other corporations, and any officer, officers or directors, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act, or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer, officers or directors of the corporation is a party or parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become an officer or director of this corporation is hereby relieved from any liability that might

otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

ARTICLE VII

Officers

The officers of the corporation who shall conduct the business of the corporation during the first year of its existence or until their successors are elected and qualified shall be:

Gregory Gozzo President/Secretary/Treasurer
190 Spyglass Lane
Jupiter, FL 33477

ARTICLE VIII

Incorporator

The name and address of the incorporator is:

Nancy Frisenda
3 Alcy Accounting Services
747 SW South Macedo Blvd.
Port St. Lucie, FL 34983

ARTICLE IX

Amendment

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on officers and shareholders herein are granted subject to this reservation.

ARTICLE X

Commencement

The corporation shall commence its existence upon filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation this 26th day of July, 1996.

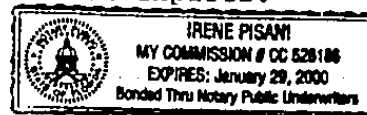
Nancy Frisenda
Nancy Frisenda

STATE OF FLORIDA
COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this 26 day of July, 1996, by Nancy Frisenda.

Irene Pisan
Notary Public

My commission expires:



CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
CLERK OF DISTRICT COURT
JAN 15 1934

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted in compliance with said Act:

That LUXURY RENTALS BY GOZZO, INC., desiring to organize
under the laws of the State of Florida, with its Registered Office
as indicated in the Articles of Incorporation at 9121 North Military
Trail, Suite 216, in the City of Palm Beach Gardens, County of Palm
Beach, State of Florida, has named Gregory Gozzo, located at said
address, as its Registered Agent to accept service of process with-
in this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the a-
bove-stated corporation at the place designated in this Certificate,
I hereby agree to act in this capacity, and I further agree to com-
ply with the provisions of all statutes relative to the proper and
complete performance of my duties.



Gregory Gozzo