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TRANSMITTAL LETTER

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

96 DEC 31 AH 9: 31

SECRETARY OF STATE
AN LAHASSEE FLORIDA

Date: December 27,1996

800002042988--4 -12/31/96--01106--005 *****70.00 *****70.00

Subject: Prime Holiday Systems, Inc.

Enclosed please find the original and one copy of the articles of incorporation plus a check in the amount of \$70 for your filing fees.

From: VMI, Inc.

P.O.Box 15885

Plantation, FL 33318-5885 Daytime Phone # (954)791-0200

1/1/9/

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

Article 1: Name

The name of the corporation shall be: Prime Holiday Systems, Inc.

Article 2: Principal Office

The principal place of business and mailing address of the corporation shall been formulated by the principal place of business and mailing address of the corporation shall been formulated by the principal place of business and mailing address of the corporation shall been formulated by the principal place of business and mailing address of the corporation shall been formulated by the principal place of business and mailing address of the corporation shall been formulated by the principal place of business and mailing address of the corporation shall be the principal place of business and mailing address of the corporation shall be the principal place of business and mailing address of the corporation shall be the principal place of business and mailing address of the corporation shall be the principal place of business and mailing address of the corporation shall be the principal place of business and mailing address of the corporation shall be the principal place of business and mailing address of the corporation shall be the principal place of business and mailing address of the corporation shall be the principal place of business and mailing address of the corporation shall be the principal place of the place of the

3100 North Pine Island Road #102 Sunrise, FL 33351

Article 3: Shares

The number of shares of stock that this corporation is authorized to have outstanding at any time is:

100 (One hundred)

Article 4: Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Jens Wauer 3100 North Pine Island Road #102 Sunrise, FL 33351

Article 5: Incorporator

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

Jens Wauer 3100 North Pine Island Road #102 Sunrise, FL 33351

The undersigned incorporator has executed these Articles of Incorporation this December 27, 1996

Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 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: Prime Holiday Systems, Inc.
- 2. The name and address of the registered agent and office is:

Jens Wauer, 3100 North Pine Island Road, Sunrise, FL 33351

Having been named as registered agents and to accept service of process for the above stated corporation at the place designated in this certificate, we hereby accept the appointment as registered agents and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and we are familiar with and accept the obligations of our position as registered agents.

Date: December 27,1996

Jens Wauer