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Charter Number Only

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VALIDATION ONLY

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CORPORATION(S) NAME

Premier holdings, Inc.

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Mark            | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   |   |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Reservation     |   |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> Mail Out                   |

Name
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FEB 19 1997

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97 FEB 19 PM 1:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028  
FILED

# ARTICLES OF INCORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

of

Premier Holdings, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

Premier Holdings, Inc.

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Hundred shares ( 100 ) of one dollar Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares".

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Christopher K. Holmes		
ADDRESS	12300 Alternate AIA		
CITY	Palm Beach Gardens	FLORIDA FL	ZIP 33410

The principal office, if known, or the mailing address of the corporation is:

NAME	Christopher K. Holmes		
ADDRESS	12300 Alternate AIA		
CITY	Palm Beach Gardens	FLORIDA FL	ZIP 33410

# ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Christopher K. Holmes		
ADDRESS	10691 Hidden Lake Circle		
CITY	Palm Beach Gardens	STATE	FL ZIP 33418
NAME	Daniel T. Holmes		
ADDRESS	304 Miramar Lane		
CITY	Palm Beach Gardens	STATE	FL ZIP 33410
NAME			
ADDRESS			
CITY		STATE	ZIP

# ARTICLE VI I - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Christopher K. Holmes		
ADDRESS	10691 Hidden Lake Circle		
CITY	Palm Beach Gardens	STATE	FL ZIP 33418
NAME	Daniel T. Holmes		
ADDRESS	304 Miramar Lane		
CITY	Palm Beach Gardens	STATE	FL ZIP 33410
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14 day of February, 1997.



CHRISTINE KNOEDLER  
My Commission CC800243  
Expires Oct. 09, 1999

*Christine Knoedler*

*Christopher K. Holmes* (Seal)  
*Daniel T. Holmes* (Seal)  
\_\_\_\_ (Seal)

CERTIFICATE AND KNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

FILED

97 FEB 19 PM 1:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Premier Holdings, Inc.

*(name of corporation)*

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 12300 Alternate AIA

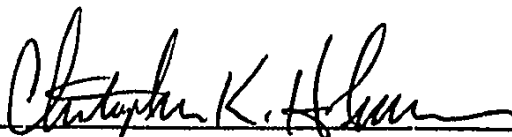
Palm Beach Gardens, FL 33410

has named Christopher K. Holmes

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



*(registered agent)*