

P97000060140



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 457498 6221A

AUTHORIZATION : Patricia Pizich

COST LIMIT : \$ 131.25

FILED
97 JUL 10 PM 1:55
TALLAHASSEE, FLORIDA

ORDER DATE : July 10, 1997

ORDER TIME : 10:03 AM

ORDER NO. : 457498-005

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CUSTOMER NO: 6221A

CUSTOMER: Gatha K. Milhorn, Legal Asst
ABEL BAND RUSSELL COLLIER
PITCHFORD & GORDON, CHARTERED
Barnett Bank Center, 8-10th Fl
240 South Pineapple Avenue
Sarasota, FL 34236-6737

DOMESTIC FILING

NAME: HOLIDAY SUN PROPERTIES, INC.

FILE FIRST

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

RECEIVED
97 JUL 10 AM 11:24
DIVISION OF CORPORATION

8M JUL 10 1997

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97 JUL 10 PM 1:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HOLIDAY SUN PROPERTIES, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

HOLIDAY SUN PROPERTIES, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The 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 a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

7338 Estrella Court
Boca Raton, Florida 33433

and, the mailing address of this Corporation shall be:

7338 Estrella Court
Boca Raton, Florida 33433

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Jeffrey S. Russell 240 S. Pineapple Avenue
10th Floor
Sarasota, Florida 34236

ARTICLE VII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE VIII - INCORPORATOR

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

Jeffrey S. Russell 240 S. Pineapple Avenue
10th Floor
Sarasota, Florida 34236

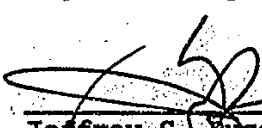
The undersigned has executed these Articles this 9th day
of July, 1997.


Jeffrey S. Russell

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for HOLIDAY SUN PROPERTIES, INC. at the place designated in the Articles, 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.

7/9/97
Date


Jeffrey S. Russell
Registered Agent

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TALLAHASSEE, FLORIDA