

RICHARD E. LARSEN, P.A.

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ADMITTED IN FLORIDA AND ILLINOIS

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P98000027725

March 18, 1998

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

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-03/24/98--01027--002

*****70.00 *****70.00

Re: **Articles of Incorporation**
Holiday Garden Resorts, Inc.

Dear Sir or Madam:

I am enclosing herewith an original Articles of Incorporation (and one copy) for the above-named corporation for filing. In addition, a check in the amount of \$70.00 is enclosed representing \$35.00 for the filing fee and \$35.00 for the registered agent fee.

Your prompt attention to this matter is greatly appreciated.

Sincerely,

Jessica Lassman, Esq.

Jessica Lassman, Esq.

/jbl
Enclosures

FILED
98 MAR 24 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QN 3-25-98

ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is:
Holiday Garden Resorts, Inc.
2. **Duration.** The period of its duration is perpetual.
3. **Purpose.** The purpose is to engage in any activities or business

permitted under the laws of the United States and Florida.

4. **Capital Stock.** The corporation is authorized to issue 100 shares of capital stock, all of one class.

5. **Initial Registered Office and Agent.** The name and address of the initial Registered Agent and Registered Office of this corporation is as follows:

Vinaykumar Patel
1068 Eric Court
Kissimmee, Florida 34744

6. **Principal Office/Mailing Address.** The principal office and mailing address of this corporation is as follows:

1068 Eric Court
Kissimmee, Florida 34744

7. **Board of Directors.** This corporation shall have 1 director. The number of directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law. The initial director shall be Vinaykumar Patel.

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TALLAHASSEE, FLORIDA

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:


<u>Name</u>	<u>Address</u>
Vinaykumar Patel	1068 Eric Court Kissimmee, Florida 34744

9. **Preemptive Rights.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares issued immediately prior to the new issue. Any shareholder who does not exercise his right and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive right, shall waive his preemptive right for that issue. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

10. **Management.** The authority to manage this corporation shall be vested in the Board of Directors, subject to the terms and conditions contained in the By-laws.

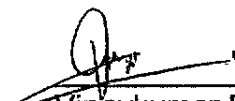
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17th day of March, 1998.

INCORPORATOR:



Vinaykumar Patel

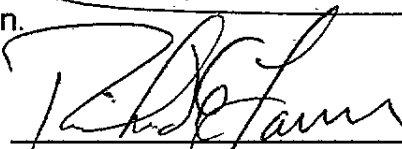
REGISTERED AGENT:



Vinaykumar Patel

STATE OF Florida
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 17th day of March, 1998 by Vinaykumar Patel who is personally known to me or produced _____ as identification.

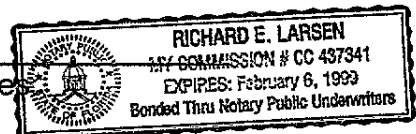


Notary Public

Printed Name: _____

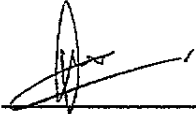
My commission expires _____

Commission No.: _____



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.



Vinaykumar Patel, Registered Agent

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