

P98000063880

VICTOR C. PATEL
720 EAST FOWLER AVENUE
TAMPA, FLORIDA 33612

July 12, 1998

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

700002592207--4
-07/17/98--01082--020
****122.50 ****122.50

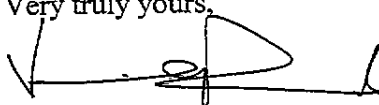
Re: Articles of Incorporation of TAMPA BAY RESORTS CORPORATION

Dears Sir/Madam:

Enclosed please find an original and a copy of the Articles of Incorporation for the above-referenced corporation to be incorporated. Also enclosed please find a check for \$122.50 (Filing Fee & Certified Copy) for registration. Upon registration, please forward a certified copy of the Articles of Incorporation and a certificate of incorporation at the above address at your earliest convenience.

Thank you for your assistance and cooperation in this matter.

Very truly yours,



Victor C. Patel

Enclosures

APPROVED
AND
FILED
98 JUL 17 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BROCK JUL 21 1998

**ARTICLES OF INCORPORATION
OF
TAMPA BAY RESORTS CORPORATION**

98 JUL 17 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I -- NAME OF CORPORATION

The name of this corporation is **TAMPA BAY RESORTS CORPORATION** and its principal place of business shall be located at 210 East Fowler Avenue, Tampa, Florida 33612.

ARTICLE II -- TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III -- GENERAL PURPOSES

The general purpose for which the corporation is organized shall be:

to conduct and transact any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended.

ARTICLE IV -- CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is one thousand (1,000) shares, which shall be designated as "Common Shares" with a par value of One Dollar (\$1.00) per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the registered office of the corporation in the State of Florida is 210 East Fowler Avenue, Tampa, Florida, 33612. The name of the initial registered agent of the corporation at such address is **KISHORSINH B. GOHIL**.

ARTICLE VI -- INITIAL BOARD OF DIRECTORS

Initially, this corporation shall have two (7) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time pursuant to Bylaws adopted by the shareholders. The name and address of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Victor C. Patel	720 East Fowler Avenue Tampa, FL 33612
Dhiru Z. Patel	20500 Blairmoore Street Chatsworth, CA 91311
Kishorsinh B. Gohil	773 Powder Horn Row Lakeland, FL 33809
Prakash V. Patel	8297 Loma Vista Rd Ventura, CA 93004
Deepak V. Patel	10201 Mason Avenue #123 Chatsworth, CA 91311
Chhotu V. Patel	720 East Fowler Avenue Tampa, FL 33612
Nina C. Patel	720 East Fowler Avenue Tampa, FL 33612

ARTICLE VII -- OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
Victor C. Patel	720 East Fowler Avenue Tampa, FL 33612
Dhiru Z. Patel	20500 Blairmoore Street Chatsworth, CA 91311
Kishorsinh B. Gohil	773 Powder Horn Row Lakeland, FL 33809
Prakash V. Patel	8297 Loma Vista Rd Ventura, CA 93004
Deepak V. Patel	10201 Mason Avenue #123 Chatsworth, CA 91311
Chhotu V. Patel	720 East Fowler Avenue Tampa, FL 33612
Nina C. Patel	720 East Fowler Avenue Tampa, FL 33612

ARTICLE VIII -- INCORPORATOR

The name and address of the Incorporator signing this article is:

<u>Name</u>	<u>Address</u>
Kishorsinh B. Gohil	773 Powder Horn Row Lakeland, Florida 33809

ARTICLE IX -- INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, unless that officer, director breached or failed to perform his duties as an officer or director as permitted by the Florida General Corporation Action.

ARTICLE X -- AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator have executed these Articles of Incorporation this the 14th day of July 1998.



KISHORSINH B. GOHIL, Incorporator

STATE OF FLORIDA)

COUNTY OF HILLSBOROUGH) ss.:

BEFORE ME, the undersigned authority, personally appeared **Kishorsinh B. Gohil**, to me **personally** known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.
[Personally known, Oath first Taken]

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14th day of July, 1998.


Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, **Kishorsinh B. Gohil**, as registered agent appointed in accordance with the forgoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts the obligations imposed pursuant to Section 607.325 of the Florida General Corporation Act.

July 14th, 1998
DATE

(gohil) B.
KISHORSINH B. GOHIL, Registered Agent

APPROVED
AND
FILED
98 JUL 17 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA