

**P98000071856**  
**BEDZOW, KORN, BROWN & LIPTON, P.A.**

ATTORNEYS AT LAW

SUITE 200

20803 BISCAYNE BOULEVARD

AVENTURA, FLORIDA 33180

TELEPHONE (305) 935-6888 98 AUG 14 AM 10:15

FILED

REPLY TO:

P.O. Box 8020

HALLANDALE, FLORIDA 33008

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OUTSIDE DADE (800) 935-6889

TELECOPIERS:

MAIN (305) 936-9502

REAL ESTATE (305) 932-6043

LITIGATION (305) 936-2795

MICHAEL BEDZOW  
GARY A. KORN  
GARY L. BROWN  
PAUL R. LIPTON  
MICHELE A. MARACINI  
JENNIFER LEVIN  
FLORENTINO L. GONZALEZ  
JACQUELINE SCHNEIDER  
TERI L. DI GIULIAN  
SCOTT A. LEVINE  
ROBIN I. WILLNER  
OSCAR GRISALES-RACINI

August 13, 1998

VIA FEDERAL EXPRESS

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: **HOLIDAY HOSPITALITY WORLDWIDE, INC.**  
**Our File No. 476.0000**

Dear Sir/Madam:

Enclosed herein please find the original Articles of Incorporation for Holiday Hospitality Worldwide, Inc., together with a check made payable to the Department of State in the amount of \$122.50 which represents the filing fee. Kindly process same as soon as possible and return one certified copy to my attention.

If you have any questions regarding the foregoing, please do not hesitate to contact me at 1800-935-6889 Ext.: 302.

Thank you for your prompt attention to this request.

Very truly yours,

*Judith Sergile*  
JUDITH SERGILE  
Legal Assistant

Encs.

P. Hall  
AUG 18 1998  
(4)

**ARTICLES OF INCORPORATION  
OF  
HOLIDAY HOSPITALITY WORLDWIDE, INC.**

FILED

98 AUG 14 AM 10:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

Article I. Name

The name of the corporation shall be:

HOLIDAY HOSPITALITY WORLDWIDE, INC.

The address of the principal office of this corporation shall be 2201 Collins Avenue, Miami Beach, Florida 33139, and the mailing address of the corporation shall be 2201 Collins Avenue, Miami Beach, Florida 33139.

Article II. Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

Article IV. Registered Agent

The street address of the initial registered office of the corporation shall be 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is Michael Bedzow, Esq.

Article V. Term of Existence

This corporation is to exist perpetually.

Article VI. Directors

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

Robinson Callen

2201 Collins Avenue  
Miami Beach, Florida 33139

Article VIII. Incorporator

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

Michael Bedzow, Esq.  
Bedzow, Korn, Brown & Lipton, P.A.  
20803 Biscayne Boulevard  
Suite 200  
Aventura, Florida 33180

IN WITNESS WHEREOF, the undersigned agent of Bedzow, Korn, Brown & Lipton, P.A. has hereunto set his hand and seal of Bedzow, Korn, Brown & Lipton, P.A. on August \_\_, 1998.

  
\_\_\_\_\_  
MICHAEL BEDZOW/Its Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN THE ARTICLES OF INCORPORATION**

MICHAEL BEDZOW, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

HOLIDAY HOSPITALITY WORLDWIDE, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: \_\_\_\_\_

Typed Name: MICHAEL BEDZOW

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA