

10/27/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6013

FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN

FAX #: (305)358-7832

PHONE: (305)358-2571

NAME: HOSPITALITY & DEVELOPMENT HOLDING CORP.

AUDIT NUMBER.....H98000019939

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 1

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ARTICLES OF INCORPORATION

Article 1: Name of Corporation: HOSPITALITY & DEVELOPMENT HOLDING CORP.

Address of Corporation: 2809 BIRD AVENUE, SUITE 309
MIAMI, FL 33133

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000 , with a par value of \$1.00 .
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: GREGG COVIN

REGISTERED OFFICE: 2809 BIRD AVENUE, SUITE 309
MIAMI, FL 33133

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

10 / 27 / 98
Date


Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. GREGG COVIN, 2809 BIRD AVENUE, SUITE 309, MIAMI, FL 33133
2. JOSHUA D. KATZ, 6841 SOUTHWEST 65th AVENUE, MIAMI, FL 33143
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

GREGG COVIN
2809 BIRD AVENUE, SUITE 309
MIAMI, FL 33133

In witness whereof, I have subscribed my name:


Signature of Incorporator

H98-19939

Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571

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