HODGSON RUSS

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Florida Department of State

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From:

Account Name : HODGSON, RUSS, ANDREWS, ET AL

Account Number: 072720000242 Phone: (561)394-0500 Fax Number: (561)394-3862

FLORIDA PROFIT CORPORATION OR P.A.

HSI Club Acquisition, Inc.

Certificate of Status	0
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AUG 1, 0 1999,

F. CHIESPER

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ARTICLES OF INCORPORATION

OF

HSI CLUB ACQUISITION, INC.

99 AUG 10 PM 1: 42 SECHETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation is HSI CLUB ACQUISITION, INC. (the "Corporation").

ARTICLE II PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is 6401 Congress Avenue, Suite 120, Boca Raton, Florida 33487.

ARTICLE III SHARES

The number of shares that the Corporation is authorized to issue is 5,000 common shares of the par value of \$1.00 per share.

ARTICLE IV INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 2000 Glades Road, Suite 400, Boca Raton, Florida 33431, and the name of the initial registered agent of the Corporation at that office is HRAWG Corp.

THIS INSTRUMENT PREPARED BY:

Susan K. Baumel, Esq.
Hodgson, Russ, Andrews, Woods & Goodyear, LLP
2000 Glades Road, Suite 400
Boca Raton, Florida 33431
Telephone: (561) 394-0500
Florida Bar No. 284351

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HODGSON RUSS

AUG—10-1999 10:44

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ARTICLE V INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Tracey A. Testa 2000 Glades Road Suite 400 Boca Raton, FL 33431

IN WITNESS WHEREOF, I have made and executed these Articles of Incorporation this 10th day of August, 1999.

Tracey A. Testa, Incorporator

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent and to accept service of process for HSI CLUB ACQUISITION, INC. (the "Corporation") at the place described in the Corporation's Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. Further, it agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and states that it is familiar with and accepts the obligations of its position as registered agent.

HRAWG CORP.

Larry Corman, Vice President

FLADOCS:37342_I (ST@01)

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