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DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA
*****70.00 *****70.00

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TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known):

- 1 Breithoff, Inc. (Corporation Name) _____ (Document #)
- 2 _____ (Corporation Name) _____ (Document #)
- 3 _____ (Corporation Name) _____ (Document #)
- 4 _____ (Corporation Name) _____ (Document #)

Walk In

Pick Up Time _____

Mail Out

Will Wait

Photocopy

Certified Copy

Certificate of Status

Certificate of Good Standing

ARTICLES ONLY

ALL CHARTER DOCS

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

~~P. ORDER~~ AUG 6 1996

NEW FILINGS	
<input checked="" type="checkbox"/> Profit	
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

AMENDMENTS	
<input type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R A, Officer/Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

**HOLD FOR
PICKUP BY
UCC SERVICES**

Examiner's Initials _____

ARTICLES OF INCORPORATION

OF

BREITHOFF, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a business corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I. NAME

The name of the corporation is BREITHOFF, INC.

ARTICLE II. ADDRESS OF PRINCIPAL OFFICE

The address of the principal office and mailing address of the corporation is 674 Bayway Boulevard, Clearwater Beach, FL 34630.

ARTICLE III. NATURE OF BUSINESS

The purpose of this corporation is to engage in every aspect of the business for profit of owning and operating hotels and motels.

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK

There is one class of capital stock. The maximum number of shares of stock that this corporation is authorized to issue is 1000 shares of common stock at \$1 par value per share.

ARTICLE V. ADDRESS

The street address of the initial registered office of the corporation is 157-107th Avenue, Treasure Island, Florida 33706,

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and the name of the initial registered agent of the corporation at that address is Renato E. Rikarto.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial member of the Board of Directors

is: Susanne Breithoff
 674 Bayway Boulevard
 Clearwater Beach, FL 34630

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation are:

Peter Breithoff
674 Bayway Boulevard
Clearwater Beach, FL 34630

Susanne Breithoff
674 Bayway Boulevard
Clearwater Beach, FL 34630

IN WITNESS WHEREOF, the undersigned have hereunto set their hand this 5th day of August, 1996.

William H. Hembert, Jr.
WITNESS

Peter Breithoff
PETER BREITHOFF
INCORPORATOR

Renato E. Rikarto
WITNESS

Susanne Breithoff
SUSANNE BREITHOFF
INCORPORATOR

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation was signed and acknowledged before me this 5th day of August, 1996 by PETER BREITHOFF and SUSANNE BREITHOFF, who produced United States of America Visas as identification.

Barbara K. Carter
Notary Public
State of Florida
My Commission Expires



ACCEPTANCE BY REGISTERED AGENT


I, Renate E. Rikarts, 157-107th Avenue, Treasure Island, FL, 33706, do hereby accept appointment as Registered Agent of BREITHOFF, INC., together with the duties and responsibilities attaching to such appointment.



RENATE E. RIKARTS

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Acceptance by Registered Agent was signed and acknowledged before me this 5th day of August, 1996, by Renate E. Rikarts, as Registered Agent who produced Florida Driver's License as identification.



Notary Public
State of Florida
My Commission Expires:



BARBARA K. CARTER
MY COMMISSION # CC253962 EXPIRES
February 21, 1997
BONDED THRU TROY FAH INSURANCE, INC.

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