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ABLING & CHAPMAN, P.A.

112 E. Concord St., Orlando, FL 32801

Madellene C. Abling
Martha A. Chapman

Phone (407) 423-7788
Fax (407) 423-2250

January 24, 1996

Florida Department of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

RE: ~~EXCEL~~ Convention Services, Inc.

All convention Employment Services, Inc.

Dear Sirs:

Enclosed for filing on behalf of the above-referenced corporation is one original Articles of Incorporation and certificate of Designation of Registered Agent. Also enclosed is a check in the amount of \$70.00 as payment of the \$35.00 filing fee and \$35.00 registered agent designation fee.

In addition, enclosed is a duplicate copy of the Articles of Incorporation. Please date stamp the enclosed duplicate copy and return it to us in the stamped, self-addressed envelope provided.

If you have any questions regarding the enclosed, please feel free to contact the undersigned.

Sincerely,

Madellene C. Abling
Madellene C. Abling
Abling & Chapman, P.A.

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Enclosures
cc: client
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Dmc
3-11-96

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FILED
96 MAR -8 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 5, 1996

ABLING & CHAPMAN, P.A.
112 E. CONCORD ST.
ORLANDO, FL 32801

SUBJECT: EXCEL CONVENTION SERVICES, INC.
Ref. Number: W96000002665

We have received your document for EXCEL CONVENTION SERVICES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 596A00004926

**ARTICLES OF INCORPORATION
OF
All Convention Employment Services, Inc.**

FILED
96 MAR -8 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

All Convention Employment Services, Inc.

The address of the principal office of this corporation shall be 3832 Sutton Place, #1010, Winter Park, FL 32792, and the mailing address of the corporation shall be 10151 University Blvd., Suite 152, Orlando, FL 32817.

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 1,000 shares of common stock having a par value of one (1) dollar per share. The consideration to be paid for each share shall be fixed by the board of directors and

such consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3832 Sutton Place, #1010, Winter Park, FL 32792, and name of the initial registered agent of the corporation at that address is Rachel Jones.

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 two (2) Directors, initially. The names and addresses of the initial directors are:

NAME	ADDRESS
Ixchelle Queeley	3832 Sutton Place #1010 Winter Park, FL 32792
Rachel Jones	3832 Sutton Place #1010 Winter Park, FL 32792

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

NAME/POSITION	ADDRESS
Ischelle Queeley Vice President and Secretary	3832 Sutton Place #1010 Winter Park, FL 32792
Rachel Jones President and Treasurer	3832 Sutton Place #1010 Winter Park, FL 32792

ARTICLE VIII. INCORPORATOR

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

Rachel Jones
3832 Sutton Place #1010
Winter Park, FL 32792

The incorporator of the corporation assigns to this corporation her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and she assigns to those persons designated by the board of directors any rights she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

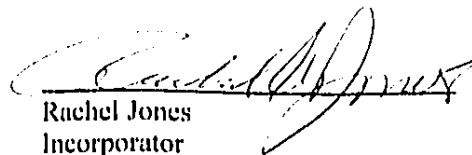
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal the bylaws of this corporation shall be vested in the board of directors and the shareholders, except that (i) the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that these bylaws are not subject to amendment or repeal by the directors; and (ii) any amendment shall be in compliance with the laws of the State of Florida.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this ____ day of January, 1996.


Rachel Jones
Incorporator

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT**

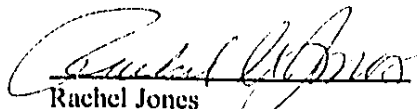
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96 MAR -8 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That **All Convention Employment Services, Inc.** desiring to organize under the laws of the State of Florida, with its initial registered office, as indicated in the Articles of Incorporation, at 3832 Sutton Place, #1010, Winter Park, FL 32792, has named **Rachel Jones**, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Rachel Jones
Registered Agent