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May 14, 1996

VIA: COURIER

Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

Subject: Kenney Information Services, Inc.

Gentlemen:

Enclosed please find the following in connection with the incorporation of Kenney Information Services, Inc.:

1. Articles of Incorporation and copy for certification; and
2. A check in the amount of \$122.50 to cover the following items:
(a) \$35.00 for filing fee; (b) \$35.00 for designation of Registered Agent; and (c) \$52.50 for one certified copy.

FILED
96 MAY 15 PM 12:59
RECEIVED
TALLAHASSEE, FLORIDA

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Very truly yours,

Marlis J. Spear

Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: Ms. Barbara A. Kenney
Jay Van Heyde, Esq.

ATTACHED FROM

Pickup
1:00

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
KENNEY INFORMATION SERVICES, INC.

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SECRET
FALLS CHURCH, VIRGINIA

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Not For Profit Corporation Act.

ARTICLE I

Name and Principal Office

The name of the Corporation shall be Kenney Information Services, Inc. The principal office of the Corporation is located at 2095 Premier Row, Orlando, Florida 32809, and its mailing address is the same.

ARTICLE II

Corporate Purposes, Powers and Rights

The Corporation is organized, and shall be operated, exclusively for the purpose of educating and informing the public, including tourists and travelers, with respect to travel, accommodation, meal and entertainment opportunities and alternatives, and related topics, both inside and outside the State of Florida. In addition to the foregoing specific purposes, the Corporation shall have such other general powers and rights as are permitted by, or are not inconsistent with, the Florida Not For Profit Corporation Act.

ARTICLE III

No Personal Benefit

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to the Corporation's members, officers, directors or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Distribution of Assets Upon Dissolution

Upon the dissolution of the Corporation, the net assets of the Corporation shall be distributed in accordance with the plan of dissolution and liquidation adopted by the Corporation's Board of Directors, provided such plan is not inconsistent with the Florida Not For Profit Corporation Act.

ARTICLE VI

Members

The initial member of the Corporation shall be:

<u>Name</u>	<u>Address</u>
Barbara A. Kenny	2095 Premier Row Orlando, Florida 32809

ARTICLE VII

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 2095 Premier Row, Orlando, Florida 32809. The name of the initial registered agent of the Corporation at the registered office shall be Barbara A. Kenney.

ARTICLE VIII

Initial Board of Directors

The initial Board of Directors shall consist of three (3) persons. At no time will the Board of Directors consist of less than three (3) persons. The names and addresses of the persons who

shall serve as directors of the Corporation until the first meeting of directors are:

<u>Name</u>	<u>Address</u>
Barbara A. Kenney	2095 Premier Row Orlando, Florida 32809
Tera L. Kenney	2095 Premier Row Orlando, Florida 32809
Theresa K. Everett	2095 Premier Row Orlando, Florida 32809

Directors shall be elected as according to the by-laws.

ARTICLE IX

Incorporator

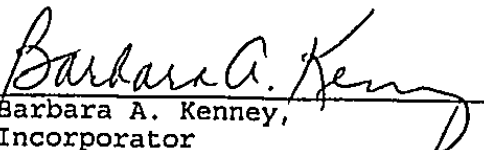
The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
Barbara A. Kenney	2095 Premier Row Orlando, Florida 32809

ARTICLE X


Amendment

Amendments to the Articles of Incorporation of the Corporation shall be adopted by the Board of Directors of the Corporation by a majority of the Board of Directors at a meeting called for that purpose.


Barbara A. Kenney,
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this 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.


Barbara A. Kehney,
Registered Agent

Dated: May 14, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA