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THE UNITED STATES CORPORATION COMPANY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 600102 7206308

AUTHORIZATION *Patricia Pijuta*

COST LIMIT : \$ 70.00

ORDER DATE : February 24, 2000

ORDER TIME : 10:41 AM

ORDER NO. : 600102-005

400003153684--6

CUSTOMER NO: 7206308

CUSTOMER: Mr. Guy E. Barbara  
MR. GUY E. BARBARA  
MR. GUY E. BARBARA  
3741 Ne 5th Street

Ocala, FL 34470

DOMESTIC FILING

NAME: MOTEL EXPERTS INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

*PH 3/1/2000*  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MOTEL EXPERTS INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

MOTEL EXPERTS INC.

The address of the principal office of this corporation shall be 3741 Northeast 5th Street, Ocala, Florida 34470; and the mailing address of the corporation shall be the same.

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 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3741 Northeast 5th Street, Ocala, Florida 34470, and the name of the initial registered agent of the corporation at that address is Kimberly Barbara.

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 Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Guy Barbara Dir.	3741 Northeast 5th Street Ocala, Florida 34470
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Alex Barbara Dir.	4020 Northwest Blichton Road Ocala, Florida 34482
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ARTICLE VII. INCORPORATOR

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

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on March 1, 2000.



Its Agent, Laura R. Dunlap  
Incorporator.

jkg

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ACCEPTANCE OF REGISTERED AGENT SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DESIGNATED IN THE ARTICLES OF INCORPORATION

Kimberly Barbara, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

MOTEL EXPERTS INC.

Kimberly Barbara is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Kimberly Barbara

Typed Name: Kimberly Barbara