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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (800) 881-6761

FLORIDA PROFIT CORPORATION OR P.A.

WONDERFUL TIME MOTEL, INC.

Certificate of Status	0
Certified Copy	1
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B. McKnight MAR 23 2000

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**ARTICLES OF INCORPORATION
OF
WONDERFUL TIME MOTEL, INC.**

The undersigned subscriber(s) to these articles of incorporation, is a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I PREFACE

The Articles of Incorporation were adopted and approved by the board of directors on March 14, 2000.

NAME OF CORPORATION

The name of this corporation is: WONDERFUL TIME MOTEL, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity permitted under the laws of the United States or of the State of Florida.

ARTICLE III - ADDRESS OF THE PRINCIPAL OFFICE

The initial post office address of the principal office of this corporation in the State of Florida is: 348 Indiana Street, Hollywood, Florida 33019

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ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares. The whole or any part of the capital stock of this corporation may be paid for in lawful money of the United States of America or fixed by the Directors. One Thousand (1000) shares having a par value of One (\$1.00) Dollar per share.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than One Thousand Dollars (\$1,000.00).

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - DESIGNATION OF REGISTERED AGENT

The Registered Agent shall be: Joseph Pancione
348 Indiana Street
Hollywood, Florida 33019

ARTICLE VIII - OFFICERS

The names and addresses of each of the initial officers of the corporation who shall hold office for the corporation, or until his successor is elected are elected or appointed as follows:

<u>Name of Officer</u>	<u>Address</u>
Joseph Pancione President	348 Indiana Street, Hollywood, Florida 33019
Antonio Adamo Secretary	348 Indiana Street, Hollywood, Florida 33019
Antonio Adamo Treasurer	348 Indiana Street, Hollywood, Florida 33019

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ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially and may never be less than one. The number of directors may be increased from time to time by by-laws adopted by the stockholders.

The name and address of the initial directors of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Joseph Pancione	348 Indiana Street, Hollywood, Florida 33019
Antonio Adamo	348 Indiana Street, Hollywood, Florida 33019

ARTICLES X - AMENDMENTS

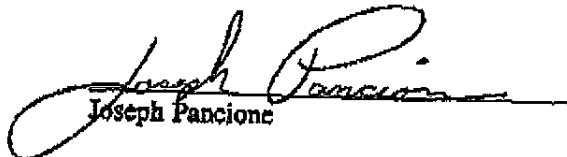
These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

ARTICLE XI - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Joseph Pancione
348 Indiana Street
Hollywood, Florida 33019

IN WITNESS WHEREOF, the undersigned have caused their signatures to be placed hereon.


Joseph Pancione

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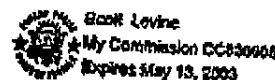
STATE OF FLORIDA)
: SS
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, the foregoing instrument was acknowledgment before me by Joseph Pancione, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath, as subscribers in and who, acknowledged before me that he/she/they subscribed to those articles of incorporation executed the foregoing articles of incorporation, and acknowledged before me that he/she/they subscribed to those articles of incorporation.

WITNESS my hand and official seal in the County and State named above this 12 day of March, 2000.

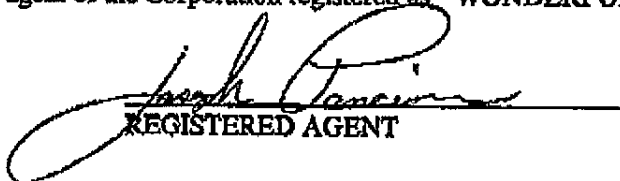

NOTARY PUBLIC

State of Florida at Large
My Commission Expires:



AFFIDAVIT OF REGISTERED AGENT

I, Joseph Pancione hereby swear and affirm that I am familiar with the duties and responsibilities associated with that of a registered agent, and will carry out these duties to the fullest of my ability as registered agent of the Corporation registered as WONDERFUL TIME MOTEL, INC.


REGISTERED AGENT

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