

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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SUBJECT: The Transit Lounge, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED
ED ON	The Transit Lounge	Inc. c/o Todd Gold	dsherry

Name (Printed or typed)

110 Fairview Ave.

Address

Daytona Beach, FL 32114
City, State & Zip

904-267-6700 or 1-877-279-0116
Daytime Telephone number

NOU APR 27 PM 2: 19

NOTE: Please provide the original and one copy of the articles.

OR 4/27

FILED

2000 APR 27 PM 2: 19

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

THE TRANSIT LOUNGE, INC.

FLORIDA BUSINESS CORPORATION ACT

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator adopts these articles of incorporation for the purpose of forming a for-profit corporation.

ARITICLE I. CORPORATE NAME

The name of the Corporation is: THE TRANSIT LOUNGE, INC.

ARTICLE II. PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is: 110 Fairview Avenue, Daytona Beach, Florida 32114.

ARTICLE III. PURPOSE

The purpose for which the Corporation is organized is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. SHARES

The corporation is authorized to issue one hundred thousand (100,000) shares of stock, those being shares of one cent (\$.01) par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE V. TERM OF EXISTENCE

The Corporation shall have perpetual existence commencing on the date of filing of these articles.

ARTICLE VI. BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the shareholders, but shall never be less than one. No director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

ARTICLE VII. INITIAL DIRECTOR

The name and address of the initial director is: Todd Goldsberry, 110 Fairview Avenue, Daytona Beach, Florida 32114.

ARTICLE VIII. REGISTERED AGENT

The name and address of the registered agent is: Todd Goldsberry, 110 Fairview Avenue, Daytona Beach, Florida 32114. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE IX. AMENDMENT

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 and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. INCORPORATOR

The name and address of the incorporator is: Todd Goldsberry, 110 Fairview Avenue, Daytona Beach, Florida 32114.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 26th day of April, 2000.

TODD GOLDSBERRY

Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this document, 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.

TODD GOLDSBERRY

Dated: 26th April, 2000