THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE: 822092 7224128

AUTHORIZATION :

\$ 70.00 COST LIMIT :

ORDER DATE : September 6, 2000

ORDER TIME : 3:29 PM

ORDER NO. : 822092-005

CUSTOMER NO: 7224128

CUSTOMER: Mr. Stephen D. Manning

Mr. Stephen D. Manning

29296 Us 19

Suite 207

Clearwater, FL 33701

DOMESTIC FILING

NAME:

HOLIDAY NETWORK ADVANTAGE,

INC.

EFFECTIVE DATE:

XX _ ARTICLES OF INCORPORATION

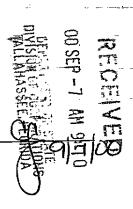
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:





FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

HOLIDAY NETWORK ADVANTAGE, 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:

HOLIDAY NETWORK ADVANTAGE, INC.

The address of the principal office of this corporation shall be 29296 US 19, Suite 207, Clearwater, Florida 33701, 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 1201 Hays Street, Tallahassee,
Florida 32301, and the name of the initial registered agent
of the corporation at that address is Corporation Service
Company.

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

Stephen D. Manning 29296 US 19 Suite 207 Dir. Clearwater, Florida 33701

Christine L. Wortley 29296 US 19 Suite 207
Dir. Clearwater, Florida 33701

James Dadona 29296 US 19 Suite 207
Dir. Clearwater, Florida 33701

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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 September 6, 2000.

Incorporator
Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Laura R. Dunlap

Authorized Service Representative

Corporation Service Company

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