

iTravelPartners

PA000094286

October 3, 2000

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32314

100003413781--S
-10/05/00--01001--009
*****78.75 *****78.75

RE: Articles of Incorporation and Acceptance by Designation of Registered Agent for
OnlineRooms.Com, Inc.

Dear Madam/Messrs:

Please find enclosed for filing Articles of Incorporation and Acceptance by
Designation of Registered Agent for OnlineRooms.Com, Inc. Also enclosed is a check in
the amount of \$78.75 for payment of the filing fees, Registered Agent Designation and to
receive a certified copy of the registration.

If you have any questions, feel free to contact me at your convenience at (941)
454-5600 Extension 235. Thank you for your assistance in this matter.

Sincerely yours,

Plutarco Michael Villalobos
Plutarco Michael Villalobos
Corporate Counsel

Enc. Check for \$78.75



playerschoicegolf.com
thegolflibrary.com

**ARTICLES OF INCORPORATION
FOR
ONLINEROOMS.COM, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act and, hereby adopts the following Articles of Incorporation.

Article I.

The name of this Corporation shall be OnlineRooms.Com, Inc.

Article II.

The principal place of business and mailing address of this Corporation shall be:

5711 Independence Circle
Fort Myers, Florida 33912

Article III.

The general nature of the business to be transacted by this Corporation is any and all business permitted under the laws of the State of Florida.

Article IV.

This Corporation shall commence upon the filing of these Articles of Incorporation, and shall have perpetual existence.

Article V.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 2,500,000 shares of common stock having a par value of one cent (\$.01) per share.

FILED
00 OCT -4 PM 3:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article VI.

The name and address of the initial Registered Agent is:

Robert E. Boyett
5711 Independence Circle
Fort Myers, Florida 33912

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VII.

This Corporation shall have eight (8) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one. The name and street address of the initial directors of this Corporation are:

Robert E. Boyett
5711 Independence Circle
Fort Myers, Florida 33912

Jack Saylor
5711 Independence Circle
Fort Myers, Florida 33912

Thomas Runyon
5711 Independence Circle
Fort Myers, Florida 33912

P. Michael Villalobos
5711 Independence Circle
Fort Myers, Florida 33912

Richard Marts
5711 Independence Circle
Fort Myers, Florida 33912

Thomas Gray
5711 Independence Circle
Fort Myers, Florida 33912

Richard Upton
5711 Independence Circle
Fort Myers, Florida 33912

Christopher W. Boyett
5711 Independence Circle
Fort Myers, Florida 33912

The person named as initial director shall hold office for the first six (6) months of existence of this Corporation or until earlier resignation, removal from office by a majority vote of all shareholders, or death. Successors shall be elected by a vote of all shareholders.

Article VIII.

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

Robert E. Boyett
5711 Independence Circle
Fort Myers, Florida 33912

Article IX.

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.

The undersigned has executed these Articles of Incorporation on this 28th day of September, 2000.

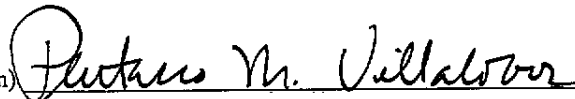


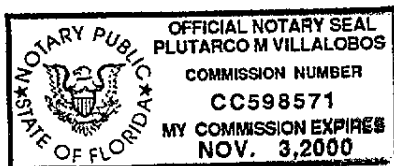
Robert E. Boyett, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 28th day of September, 2000, by Robert E. Boyett, who is personally known to me or who has produced a Florida Drivers License as identification and who did take an oath.

(sign) 



(print) Plutarco M. Villalobos


Notary Public, State of Florida at Large

My commission expires:

**ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as Registered Agent and to accept service of service of process for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, 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.

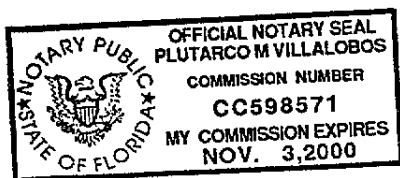
Dated this 28th day of September, 2000.

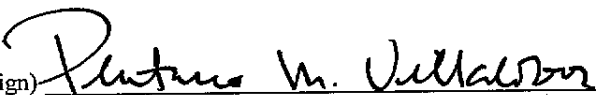

Robert E. Boyett, Registered Agent

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 28th day of September, 2000, by Robert E. Boyett, who is personally known to me or who has produced a Florida Drivers License as identification and who did take an oath.



(sign) 

(print) Plutarco M. Villalobos

Notary Public, State of Florida at Large
My commission expires:

FILED
00 OCT -4 PM 3:43
TALLAHASSEE FLORIDA
SECRETARY OF STATE