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**LAW OFFICE OF
MARC S. STEINBERG, P.A.**

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FILED
00 DEC 26 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Also Admitted in New Jersey

December 21, 2000

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

300003513293--2
-12/26/00--01101--004
122.50 **78.75

Re: XTRA Dinner Card, Inc./Articles of Incorporation

Dear Sir:

Enclosed for filing please find the following:

1. Articles of Incorporation;
2. Certificate of Designation of Registered Agent/Registered Office; and
3. Check in the amount of \$122.50, payable to Secretary of State, for the filing fees.

After the documents have been filed, please forward your certificate to the undersigned.

Very truly yours,



Marc S. Steinberg

MSS:cks
Enclosures

D. BROWN JAN - 3 2001

ARTICLES OF INCORPORATION
OF
XTRA DINNER CARD, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is XTRA Dinner Card, Inc.

ARTICLE II

This corporation shall have perpetual existence commencing on the filing of these Articles.

ARTICLE III

This corporation may engage in or transact any or all lawful activities of business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock. The initial issue of the capital stock of the corporation shall be 1,000 shares for cash at a value of \$1.00 per share.

ARTICLE V

The street address of the principal office of this corporation shall be 102 Columbia Drive,

Suite 108, Cape Canaveral, Florida 32920.

ARTICLE VI

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

DANA MAKEPEACE
102 Columbia Drive, Suite 108
Cape Canaveral, Florida 32920.

ARTICLE VII

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VIII

The names and addresses of the initial directors of this corporation, who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

DANA MAKEPEACE
102 Columbia Drive, Suite 108
Cape Canaveral, Florida 32920.

ARTICLE IX

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

DANA MAKEPEACE
102 Columbia Drive, Suite 108
Cape Canaveral, Florida 32920.

ARTICLE X

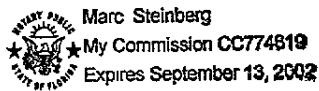
The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting, with not less than a unanimous vote of the common stock.

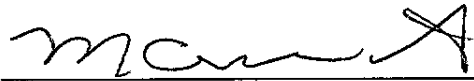
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Cocoa Beach, Florida, on this 20 day of December, 2000.


DANA MAKEPEACE, Incorporator

STATE OF FLORIDA :
COUNTY OF BREVARD :

The foregoing instrument was acknowledged before me this 20th day of December, 2000, by DANA MAKEPEACE, who ☒ is personally known to me or ☐ has produced _____ as identification.





Notary Public, State of Florida
Print Name: _____
My Commission No. _____
My Commission Expires: _____
(Seal)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: XTRA DINNER CARD, INC.
2. The name and address of the registered agent and office is:

DANA MAKEPEACE
102 Columbia Drive, Suite 108
Cape Canaveral, FL 32920.


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

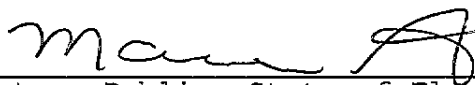

DANA MAKEPEACE

12-20-00
Date

STATE OF FLORIDA :
COUNTY OF BREVARD :

The foregoing instrument was acknowledged before me this 20th
day of December, 2000, by DANA MAKEPEACE, who is (✓) personally
known to me or () who has produced _____
as identification.

 Marc Steinberg
My Commission **CC774819**
Expires September **13, 2002**


Notary Public, State of Florida
at Large
Print Name: _____
Commission No. _____
My Commission Expires: _____
(Seal)