

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO1000015793
Utohed, Inc.

800003674308--8
-02/12/01--01092--002
*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File	01 FEB 12 PM 12:43 SECRETARY OF STATE TALLAHASSEE FLORIDA FILED
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	01 FEB 12 AM 11:41 DIVISION OF CORPORATION RECEIVED
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	T. SMITH FEB 12 2001 3
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

Signature _____

Requested by: 130

Name _____

Date 2/12/01

Time 10:43

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION

OF

UTOBED, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purposes of organizing a corporation under the Florida General Corporation Act.

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be:

UTOBED, INC.

ARTICLE II - PURPOSE

The general purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III - AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 100 shares of common stock, having no par value.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V - REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of this Corporation in the State of Florida is:

Anthony W. Pellegrino
Suite 723 - Coastal Tower
2400 E. Commercial Boulevard
Fort Lauderdale, Florida 33308

and the initial registered agent shall be:

Anthony W. Pellegrino, Esquire

The address of the initial principal office shall be:

UtoBED, Inc. d/b/a The Flamingo Resort
2727 Terramar Street
Fort Lauderdale, Florida 33304

ARTICLE VI - NUMBER OF DIRECTORS

The Corporation shall have a Board of Directors composed of the number of Directors determined in accordance with the provisions of the Bylaws.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is One (1); and the name and address of the initial member of the Board of Directors is:

FILED
01 FEB 12 PM 12:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STEPHEN RIGGS
2727 Terramar Street
Fort Lauderdale, Florida 33304

ARTICLE VIII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation is/are:

STEPHEN RIGGS
2727 Terramar Street
Fort Lauderdale, Florida 33304

WHEREFORE, I have hereunto set my hand and seal this 9th day of February, 2001.


STEPHEN RIGGS

STATE OF FLORIDA)

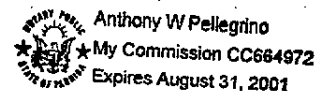
COUNTY OF BROWARD)

ss

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **STEPHEN RIGGS**, to me known to be the person described as Incorporator, ~~or who has produced~~ as her identification and who did (did not) take an oath; and who executed the foregoing Articles of Incorporation and acknowledged she executed same for the purposes set forth therein.

Witness my hand and official seal in the County and State named above this 9th day of February, 2001.


NOTARY PUBLIC
State of Florida



Name (Typed or Printed): _____

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment of such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida General Corporation Act, including specifically Section 5607.0505, Fla. Stat.


ANTHONY W. PELLEGRINO

FILED
01 FEB 12 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA