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RINGENSON HOSPITALITY & ASSOCIATES

8518 MILANO DRIVE, SUITE 2025

ORLANDO, FL 32810

TEL +1 407 475 0956, FAX 407 475 0432, CELL 407 230 1636

kairingenson@earthlink.net

FILED
01 JUL 26 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314

7/23/01

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*****78.75 *****78.75

REGARDING: INCORPORATION OF RINGENSON HOSPITALITY & ASSOCIATES, INC.

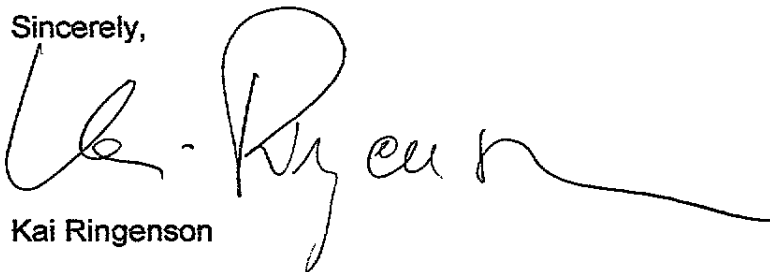
Dear Sir or Madam:

Enclosed are the original and one copy of the articles of incorporation and certificate of designation, registered agent/registered office for the above proposed Florida corporation.

Also enclosed is a check in the amount of \$78,75, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

Sincerely,



Kai Ringenson

Enclosures

D. BROWN JUL 30 2001

**ARTICLES OF INCORPORATION
OF
RINGENSON HOSPITALITY & ASSOCIATES, INC.**

FILED
01 JUL 26 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME

The name of the corporation shall be:

Ringenson Hospitality & Associates, Inc.

The principal place of business and street address of this corporation shall be **8518 Milano Drive, #2025, Orlando, Florida 32810**, and the mailing address of the corporation shall be **8518 Milano Drive, #2025, Orlando, Florida 32810**.

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 one thousand (1,000) shares of common stock having a one dollar (\$1.00) par value per share.

ARTICLE IV: REGISTERED AGENT AND ADDRESS

The street address of the registered agent of the corporation shall be **8518 Milano Drive, #2025, Orlando, Florida 32810**, and the name of the registered agent of the corporation at that address is **Kai O. Ringenson**.

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 two (2) Directors, initially. The names and street addresses of the initial members of the Board of Directors are:

Kai O. Ringensen, 8518 Milano Drive, #2025, Orlando, Florida 32810
Susanne Ringenson, 8518 Milano Drive, #2025, Orlando, Florida 32810

ARTICLE VII:

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Kai O. Ringenson, President//Treasurer
8518 Milano Drive, #2025, Orlando, Florida 32810

Susanne Ringenson, Vice President/Secretary
8518 Milano Drive, #2025, Orlando, Florida 32810

ARTICLE VIII: INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

Kai O. Ringenson, 8518 Milano Drive, #2025, Orlando, Florida 32810
Susanne Ringenson, 8518 Milano Drive, #2025, Orlando, Florida 32810

The undersigned have executed these Articles of Incorporation this 21 day of July, 2001.

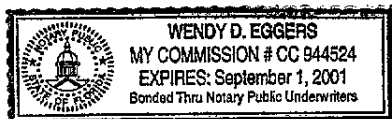

KAI O. RINGENSON


SUSANNE RINGENSON

STATE OF FLORIDA
COUNTY OF Seminole

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgements, personally appeared KAI O. RINGENSON, who revealed identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of July, 2001.

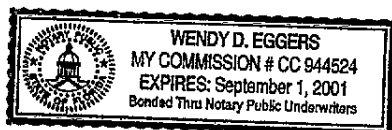


Wendy D. Eggers
NOTARY PUBLIC
State of Florida

STATE OF FLORIDA
COUNTY OF Seminole

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in Seminole County to take acknowledgements, personally appeared SUSANNE RINGENSON, who revealed identification in the form of her Florida driver's license and who executed the foregoing instrument and acknowledged before me that she executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of July, 2001.



Wendy D. Eggers
NOTARY PUBLIC
State of Florida

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

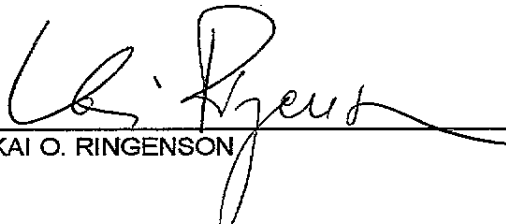
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01 JUL 26 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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 **Ringenson Hospitality & Associates, Inc.**
2. The name of the registered agent is **Kai O. Ringenson.**
3. The address of the registered agent/registered office is **8518 Milano Drive, #2025, Orlando, Florida 32810.**

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.



KAI O. RINGENSON

STATE OF FLORIDA
COUNTY OF Seminole

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Seminole to take acknowledgements, personally appeared KAI O. RINGENSON, who revealed his identification in the form of his Florida driver's license and who executed the foregoing instrument and acknowledged before me that he executed the same voluntarily.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of July, 2001.

(SEAL)


NOTARY PUBLIC
State of Florida

