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August 29, 2001

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VIA FEDERAL EXPRESS

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

RE: Valuable People Hospitality Training, Inc.
Our File No.: 1940-02

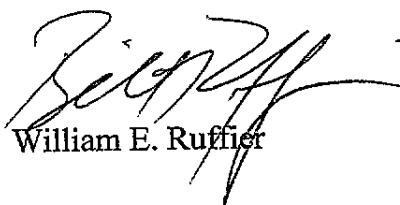
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Please find enclosed an original and one copy of our Articles of Incorporation and an original and one copy of the Certificate Designating Registered Agent and Place of Business for Service of Process regarding the above-referenced matter. Also enclosed is our firm's check in the amount of \$78.75 which represents your filing fee. Please file the Articles of Incorporation and return a certified copy to our office at your earliest convenience.

Thank you for your assistance in this matter and should you have any questions, please do not hesitate to contact me.

Sincerely,


William E. Ruffier

WER/ts
Enclosures

gx 9/4

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

VALUABLE PEOPLE HOSPITALITY TRAINING, INC.

The undersigned subscriber to these Articles of Incorporation, makes, subscribes and acknowledges the following Articles of Incorporation under the laws of the State of Florida.

ARTICLE I.

The name of the corporation shall be:

VALUABLE PEOPLE HOSPITALITY TRAINING, INC.

ARTICLE II.

The corporation shall have perpetual existence.

ARTICLE III.

The general nature of the business to be transacted by this corporation shall be:

(a) To engage in every phase and aspect of the hospitality training business that a corporation under the laws of the State of Florida, is authorized to render.

(b) It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended.

ARTICLE IV.

The aggregate number of shares which the corporation shall

have authority to issue shall be 1,000 shares of voting common stock of the par value of \$1.00 per share, which shall be designated "Common Stock".

ARTICLE V.

The principal place of business of the corporation shall be:

1999 west Colonial Drive
Orlando, Florida 32804

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit. The incorporator of the corporation shall be:

William E. Ruffier
108 E. Central Blvd.
Orlando, Florida 32801

ARTICLE VI.

The initial registered agent of the corporation at the registered address of shall be:

William E. Ruffier
108 E. Central Blvd
Orlando, Florida 32801

ARTICLE VII.

The corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws adopted by the shareholders, but shall never be less than one (1). The shareholders shall have the right and power at any regular meeting or at any special meeting called for such purpose to remove any director of the corporation with or without

cause.

ARTICLE VIII.

The names and addresses of the members of the initial Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

Sharon Creelman
1999 West Colonial Dr.
Orlando, FL 32804

Paul Van Mechlen
1999 West Colonial Drive
Orlando, Florida 32804

David San Filippo
1999 West Colonial Drive
Orlando, Florida 32804

ARTICLE IX.

The names of the initial officers of the corporation are as follows:

President:	Sharon Creelman
Vice-President:	David San Filippo
Treasurer:	David San Filippo
Secretary:	Paul Van Mechlen

ARTICLE X.

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE XI.

No shareholder of this corporation may sell or transfer his shares of stock therein except to another individual who is

eligible to be a shareholder of this corporation.

ARTICLE XII.

The corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees, and agents, including former directors, officers, employees and agents.

ARTICLE XIII.

The corporation elects to have preemptive rights, as provided by the Florida Business Corporation Act. Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price at which it is offered to others, a pro rata portion of:

(1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or property or leases thereof; or

(2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class

or classes.

ARTICLE XIV.

The directors of this corporation shall have the sole power to establish, enact, alter or repeal By-Laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-Laws. In addition such By-Laws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders, or in the event of the death of any of its shareholders.

ARTICLE XV.

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this corporation shall have all and singular the following powers:

(a) To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

(b) At its option, to purchase and acquire any or all of its shares owned and held by any such shareholder as should desire to sell, transfer, or otherwise dispose of his shares, or any or all of its shares owned and held by a shareholder who dies, all in accordance with the By-Laws adopted by the shareholders of this

corporation setting forth the terms and conditions of such purchase; provided however, the capital of this corporation cannot be impaired thereby.

(c) To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a stock bonus plan, (4) a thrift and savings plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.

ARTICLE XVI.

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XVII.

The mailing address for correspondence purposes of the corporation shall be:

1999 Colonial Drive
Orlando, FL 32804

28th IN WITNESS WHEREOF, the subscriber affixed his signature this
day of August, 2001.


WILLIAM E. RUFFIER

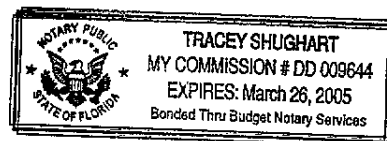
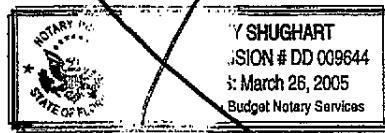
STATE OF FLORIDA
COUNTY OF ORANGE

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 WILLIAM E. RUFFIER, who provided Florida driver's license No. R16092561427 as identification, and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State
named above this 29th day of AUGUST, 2001.

Tracey Shughart

NOTARY PUBLIC - State of Florida
Commission No.:
My Commission Expires:



FILED
01 AUG 30 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATE _____

8/28/2001