POI 000114558 TRANSMITTAL LETTER-ARTICLES OF INCORPORATION

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

Tananassee, FL 3	ceeset	56-01 IMEDATE SI	000046976 -11/29/0101 ******78.75	022=008 ******78.75
SUBJECT: L'Auberge, Inc.				
	(Proposed corporate na	ame - must include suffix)		
Enclosed is an original	ginal and one (1) copy of the a	urticles of incorporatior	n and a check for:	
S70.00 Filing Fee	S78.75 Filing Fee & Certificate of Status		\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
FROM:	Bonnie Hendricks Name (Printed or typed)		01 MOV 29	SECRET
	c/o SWART BAUMRUK & COMPANY, LLP 717 East Oak Street Address		29 P	FILED TARY OF ASSEE, F
	Kissimmee, FL 34744 City, State & 2	<u> </u>		STATE LORIDA

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone Number

(407) 847-7466

ARTICLES OF INCORPORATION L'AUBERGE, INC.

ARTICLE I, NAME

The name of this corporation shall be L'Auberge, Inc.

ARTICLE IL DURATION

This corporation shall have perpetual existence commencing on November 26, 2001.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. ADDRESS

The initial post office address of the principal place of business of this corporation is 717 East Oak Street, Kissimmee, FL 34744. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have two directors initially. The number of directors may be changed from time to time by the bylaws. The names and addresses of the initial directors, who will serve until the first annual meeting of shareholders of the corporation or until their successors are duly elected and qualified are:

NAME

ADDRESS

Alan T. Davis

⁻P. O. Box 971

Seymour, TN 37865

Michele D. Maas-Weisenberger

P. O. Box 971

Seymour, TN 37865



ARTICLE VII. SUBSCRIBERS

The subscriber to these Articles of Incorporation is:

NAME

ADDRESS

Harry J. Swart, CPA

717 E. Oak Street Kissimmee, FL 34744

ARTICLE VIII. OFFICERS

The officers of this corporation shall be President, Vice President, Secretary, and Treasurer. They shall be elected by the Board of Directors.

ARTICLE IX. REGISTERED AGENT

The initial registered agent and registered agent's address for service of process for this corporation is:

NAME

ADDRESS

Harry J. Swart, CPA

717 E. Oak Street Kissimmee, FL 34744

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner set forth in the bylaws of this corporation.

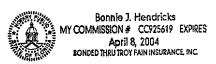
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of November 2001.

Harry J. Swart, CPA

STATE OF FLORIDA COUNTY OF OSCEOLA

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above personally appeared Harry J. Swart, known to me personally and executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 26th day of November 2001.



Bonnie J. Hendricks

Notary Public, State of Florida

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

The undersigned subscriber of L'Auberge, Inc., designates the following individual as registered agent for this corporation:

Harry J. Swart, CPA 717 E. Oak Street Kissimmee, FL 34744

Harry J. Swart, CPA

ACCEPTANCE OF REGISTERED AGENT

The undersigned does hereby accept the designation as registered agent of L'Auberge, Inc.

DATED this 26th day of November 2001.

Harry J. Swart, CPA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA