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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sirs,

Please find enclosed our
Articles of Incorporation for the
Sunset Inn Resort, Inc. and a
check for \$78.75. The check covers
filing fees, designation of
Registered Agent and a certified
copy

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

Thank you
Deborah Gibbs

g/1/29

ARTICLES OF INCORPORATION

OF

SUNSET INN RESORT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation shall be: SUNSET INN RESORT, INC.

The principal place of business of this corporation shall be:

82200 Overseas Highway
P. O. Box 484
Islamorada, FL 33036

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares at One Dollar (\$1.00) par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation's existence or until his or her successor is elected is:

Larry L. Gillis
82150 Overseas Highway
P. O. Box 484
Islamorada, FL 33036

Deborah K. Gillis
82150 Overseas Highway
P. O. Box 484
Islamorada, FL 33036

ARTICLE VI - INCORPORATORS

The names and street addresses of the incorporators to this articles of incorporation is:

Larry L. Gillis
82150 Overseas Highway
P. O. Box 484
Islamorada, FL 33036

Deborah K. Gillis
82150 Overseas Highway
P. O. Box 484
Islamorada, FL 33036

IN WITNESS WHEREOF, the undersigned incorporators have executed these
Articles of Incorporation this 17 day of January, 2002.

Larry L. Gillis
Larry L. Gillis, Incorporator

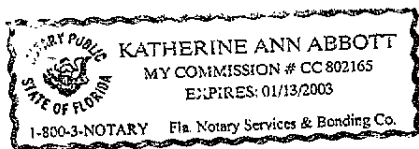
Deborah K. Gillis
Deborah K. Gillis, Incorporator

STATE OF FLORIDA

COUNTY OF MONROE

THE FOREGOING instrument was acknowledged and sworn to before me this
17 day of January, 2002 by Larry L. Gillis and Deborah K. Gillis,
incorporators, of Sunset Inn Resort, Inc.

Notary Public



Katherine Ann Abbott

My Commission Expires: 01-13-2003

CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the corporation is: Sunset Inn Resort, Inc.
2. The name and address of the registered agent and office is:

Deborah K. Gillis
82150 Overseas Highway
P. O. Box 484
Islamorada, FL 33036

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TALLAHASSEE, FLORIDA

Larry L. Gillis
Larry L. Gillis

Date: 1-17-02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Deborah K. Gillis
Deborah K. Gillis, Registered Agent

Date: 1-17-02