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4. (Corporation Name)	(Document #)		 -	. ,	:
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NEW FILINGS Profit Not for Profit Limited Liability Domestication Other OTHER FILINGS	AMENDMENTS Amendment Resignation of R Change of Regist Dissolution/With Merger REGISTRATION/C	drawal			-
Annual Report Fictitious Name	Foreign Limited Partners Reinstatement Trademark Other	hip			

Examiner's Initials

CR2E031(7/97)

FILED

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CERTIFICATE OF INCORPORATION

GEGRETARY OF STATE TALLAHASSEE, FLORIDA

H.M.S.Associates, Inc.

WE, the undersigned hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I.

The name of the corporation shall be: H.M.S.Associates, Inc.

ARTICLE II.

The general nature of the business and objects and purposes proposed to be transacted and carried on, are to do any and all activities or businesses permitted under the laws of the United States and of this State, as fully and to the same extent as natural persons might or could do.

To carry on the business of all types of hotel management consulting ,and hospitality etc.,and todo all other matters relating to the above.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One thousand (1,000)(common) shares of one cent (.01) par value.

ARTICLE IV.

AMOUNT OF CAPITAL TO BEGIN BUSINESS WITH

The amount of capital with which this corporation shall commence business is Five Hundred (\$500.00) Dollars.

ARTICLE V.

EXISTENCE OF CORPORATION

The existence of this corporation shall be perpetual unless sooner dissolved according to law.

ARTICLE VI.

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be located at 9150 Heathridge Dr., West Palm Beach, Florida 33411, and the mailing address shall be the same.

ARTICLE VII.

NUMBER OF DIRECTORS

The number of directors of this corporation shall be no less than one (1).

ARTICLE VIII.

The names and post office addresses of the first

Board of Directors and officers of this corporation shall be:

Hartmut W.Stauss- 9150 Heathridge Dr., West Palm Beach, Florida 33411.

The names and post office addresses of each subscriber and the number of shares of stock which each agrees to take are:

Hartmut W.Stauss-9150 Heathridge Dr., West Palm Beach, Florida 33411 (100%).

ARTICLE X.

The directors of this corporation, in addition to the powers conferred by the laws of the State of Florida, shall have the power to make, alter, amend and repeal the By-laws, and to set apart, out of any of the funds of the corporation available for dividends, a reserve or reserves for any proper purpose, and to alter or abolish such reserve.

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in this Certificate of Incorporation, in any manner now or thereafter prescribed by law, and all rights conferred on officers, directors and stockholders herein are granted subject to this reserve.

ARTICLE XI.

REGISTERED AGENT

The street address of the initial registered office of this corporation is: 9150 Heathridge Dr., West Palm Beach, Florida 33411.

The initial registered agent is: Hartmut W.Stauss
I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Hartmut W. Stauss (SEAI

Incorporator -- Hartmut W. Stauss --- Date

IN WITNESS WHEREOF, we have hereunto set our hands this

14 day of 7, 2002

STATE OF FLORIDA

BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgements, personally appeared Hartmut W.Stauss

to me well known to be the persons described in and who executed the foregoing Certificate of Incorporation, and they acknowledged before me, each for himself and not one for the other, that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at

County,

day of July, 2002.

NADINE G. FRAKES COMMISSION # DD019199 EXPIRES: July 27 2005

My Commission Expires: