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Richard Benton (Cannie)
Requestor's Name

1415 E. Piedmont Dr.
Address

Talla. FL 297-0990
City/State/Zip Phone #

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Yes/No Vacancy, Inc.
(Corporation Name) (Document #)
2. _____
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3. _____
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4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION

OF

YesVacancy, Inc.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned does hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of incorporating YesVacancy, Inc. (the "Corporation"), under the laws of the State of Florida.

ARTICLE ONE - NAME

The name of the corporation is YesVacancy, Inc.

ARTICLE TWO - PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's principal office shall be located at 1409-D Maclay Commerce Drive, Tallahassee, Florida 32312, and its mailing address shall be 1409-D Maclay Commerce Drive, Tallahassee, Florida 32312.

ARTICLE THREE - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE FOUR - GENERAL PURPOSE OF CORPORATION

The general purpose of the corporation and the nature of the business to be transacted by the corporation are to initially engage in the development of an internet online reservations system and licensing the use of the same and to engage further in any and all activities and exercise any and all powers, rights and privileges for which a corporation may now or hereinafter be organized under the laws of the State of Florida.

ARTICLE FIVE - CAPITAL STOCK

The maximum number of shares of any equity security that the corporation is authorized to have outstanding at any time shall be as follows:

Common Stock – 100,000 shares of common stock. The whole or any part of the common stock of the corporation shall be payable in lawful money of the United States of America, or in property, labor or services at a just valuation to be fixed by the Board of Directors in its sole discretion.

ARTICLE SIX – REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial registered agent and the street address of the initial registered office of the corporation shall be:

Richard E. Benton, Esquire
1415 East Piedmont Drive
Suite 4
Tallahassee, Florida 32308

The Board of Directors may move the registered office to any other address in the State of Florida.

ARTICLE SEVEN - INDEMNIFICATION

The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the corporation for any liability arising out of an act performed in furtherance of the officers', directors', employees', or agents' duties to the corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the corporation's Bylaws and shall not deviate therefrom without amending said Bylaws.

ARTICLE EIGHT - DIRECTORS

The corporation shall initially have four (4) directors. The number of directors may be increased or decreased by the Board of Directors, as expressed in the corporation's Bylaws, but shall never be less than one (1). A director is not required to meet any qualifications other than those required by the laws of the State of Florida.

ARTICLE NINE - INCORPORATORS

The name and street address of the person acting as the incorporator of the corporation is as follows:

Charles R. Allen
2113 Trescott Drive
Tallahassee, Florida 32308

ARTICLE TEN - AMENDMENT

The Articles of Incorporation may be amended as provided under the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation this 12th day of July, 2002.


CHARLES R. ALLEN

**CERTIFICATE
OF
ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT OF
YesVacancy, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial registered agent for the service of process within the State of Florida, does hereby accept the appointment as such registered agent and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the registered office which is located at:

1415 East Piedmont Drive
Suite 4
Tallahassee, Florida 32308

The registered agent further acknowledges that he is familiar with and accepts the obligations of serving as registered agent.

IN WITNESS WHEREOF, I, such designated registered agent, have hereunto set my hand and seal at Tallahassee, Leon County, Florida, this 12 day of July, 2002.



RICHARD E. BENTON