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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CS. 2-15

Mark S. Matthews

Attorney at Law

Mallory L. Johnson
Of Counsel

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Stuart, Florida 34995
Telephone (772) 287-1000
Fax (772) 223-8767

Feb. 8, 2006

Division of Corporations
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of *Palms Inn and Suites, Inc.*

Dear Sir or Madam:

Enclosed please find Articles of Incorporation of *Palms Inn and Suites, Inc.* to be filed with the State of Florida for the purpose of forming a for profit corporation.

Enclosed is our firm check in the amount of \$78.75, which represents the filing fee for above referenced corporation.

If you have any questions or comments, please call my office.

Very truly yours,



Victoria Morris, CLA
Legal Assistant to Mark S. Matthews

lom/vm
Enclosures (as stated)

ARTICLES OF INCORPORATION
OF
PALMS INN AND SUITES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of becoming incorporated and forming a corporation under and by virtue of the laws of the State of Florida, certify as follows:

ARTICLE I.

The name of this corporation shall be:

PALMS INN AND SUITES, INC.
10825 SE Federal Highway
Hobe Sound, Florida 33455

ARTICLE II.

The general nature of the business to be transacted under these Articles of Incorporation shall be: To carry on any business or to engage in any activity which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time shall be 100 shares of common stock of a value of \$1.00 per share, each to be exempt from assessment.

ARTICLE IV.

The amount of capital with which the corporation shall begin business shall be \$100.00.

ARTICLE V.

The street address of the initial registered office shall be 10825 SE Federal Highway, Hobe Sound, Florida 33455, and the name of the corporation's registered agent at such address shall be Stanley Poprawski. The Board of Directors shall have the power to establish offices and the places of business at any place it may deem necessary or convenient. This corporation shall have perpetual existence.

ARTICLE VI.

The business of this corporation shall be managed by a Board of Directors of not less than one director nor more than seven, all of whom shall be of full age. At least one shall be a citizen of the United States.

ARTICLE VII.

The name and street address of the first Board of Directors who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, and also who are the subscribers and incorporators of this corporation and of these Articles are as follows:

Stanley Proprawski
Sebastian Kazimierz Poprawski
Halina Poprawski
10825 SE Federal Highway
Hobe Sound, Florida 33455

ARTICLE VIII.

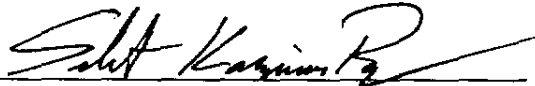
The officers of this corporation shall consist of a President, Vice President, Secretary and Treasurer. The officers shall be elected by the Board of Directors. The

Board of Directors meeting shall be held in the offices of the corporation at Stuart, Florida, on the 1st day of January, 2006, at 10:00 a.m., for the purposes of completing the organization of the corporation and adopting By-laws and transacting all business which may come before the meeting. Until the officers elected at the first annual meeting shall be qualified, the following named persons shall be officers of the corporation:

Stanley Poprawski, President
Sebastian Kazimierz Poprawski, Vice President
Halina Poprawski, Secretary
Stanley Poprawski, Treasurer



STANLEY POPRAWSKI
President



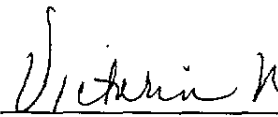
SEBASTIAN KAZIMIERZ POPRAWSKI
Vice President



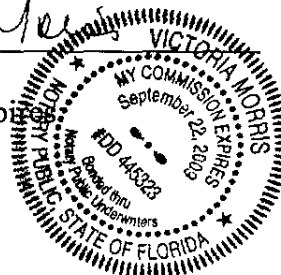
HALINA POPRAWSKI
Secretary

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 1st day of January, 2006, by *Stanley Poprawski, Sebastian Kazimierz Poprawski, and Halina Poprawski*, who are personally known to me.



Notary Public
My Commission Expires



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

First – that *PALMS INN AND SUITES, INC.*, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Stuart, Martin County, State of Florida, has named *Stanley Poprawski*, 10825 SE Federal Highway, Hobe Sound, County of Martin, State of Florida, as its agent to accept service of process within this state.

Acknowledgment:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
STANLEY POPRAWSKI
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA