

**Electronic Articles of Incorporation
For**

P07000010999
FILED
January 24, 2007
Sec. Of State
cgolden

POPP'S MOTEL, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

POPP'S MOTEL, INC.

Article II

The principal place of business address:

95500 OVERSEAS HIGHWAY
KEY LARGO, FL. 33037

The mailing address of the corporation is:

95500 OVERSEAS HIGHWAY
KEY LARGO, FL. 33037

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000

Article V

The name and Florida street address of the registered agent is:

LINDA POPP
95500 OVERSEAS HIGHWAY
KEY LARGO, FL. FL

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LINDA POPP

Article VI

The name and address of the incorporator is:

LINDA POPP
95500 OVERSEAS HIGHWAY

KEY LARGO, FL 33037

Incorporator Signature: LINDA POPP

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P,D
LINDA POPP
95500 OVERSEAS HIGHWAY
KEY LARGO, FL. 33037

Title: STD
LUKE A POPP
95500 OVERSEAS HIGHWAY
KEY LARGO, FL. 33037

Article VIII

The effective date for this corporation shall be:

01/22/2007