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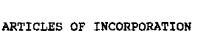
paul@condogroup.net

SUBJECT: AFFIL	IATED ATLANTIC & WESTERN (PROPOSED CORPORA	GROUP, INC. TE NAME – <u>MUST INCL</u>	UDE SUFFIX)
Enclosed are an orig	inal and one (1) copy of the art	icles of incorporation and	i a check for:
\$70.00 Filing Fee	□ \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	Filing Fee, Certified Copy & Certificate of Status DPY REQUIRED
FROM: P	aul R. Johnston	(D: 1)	
	Namo	e (Printed or typed)	
500	0 W 102nd Street		201 TALLI
Ove	rland Park, Kansas 66207	Address	2010 OCT -8 SECRETARY ALL AHASSE
***************************************		State & Zip	

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

E-mail address: (to be used for future annual report notification)



OF

THE LODGING GROUP, INC.

We , the undersigned, for the purposes of forming a Corporation in compliance with Chapter 607 and/or Chapter 621, Florida Statutes (Profit), do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is THE LODGING GROUP, INC.

ARTICLE II

The principal office of the corporation is: 5250 West 94th Terrace, Prairie Village, Kansas 66207

ARTICLE III

The corporation is formed for the following purposes:

A. To provide products, consulting and other services of all types to individuals, businesses and all other types of organizations. To provide them with, among all other things, graphic services, fundraising services, and as members or associate members of our group, lodging accommodations in facilities for which we have made arrangements with property owners and landlords. To accept memberships and associate memberships in our group from individuals, businesses and any other type of organization and to administer that membership in an orderly manner for the benefit of the corporation.

B. To buy, utilize, lease, rent, import, export, franchise, operate, manufacture, produce, design, prepare, assemble, fabricate, improve, develop, sell, mortgage, pledge, hypothecate, distribute, finance, underwrite and deal in, at wholesale, retail or otherwise, and as

principal, agent or otherwise, all commodities, goods, wares, merchandise, devices, apparatus, equipment and all other personal property, whether tangible or intangible, of every kind, without limitation as to description, location or amount.

- C. To apply for, obtain, purchase, lease, take licenses in respect of or otherwise acquire, and to hold, own, use, operate, enjoy, turn to account, grant franchises or licenses in respect of, manufacture under, introduce, sell, assign, mortgage, pledge or otherwise dispose of:
- 1. Any and all inventions, devices, methods, processes and formulae and any improvements and modifications thereof;
- 2. Any and all letters patent of the United States or of any other country, state or locality, and all rights connected therewith or appertaining thereto;
- 3. Any and all copyrights, granted by the United States or any other country, state or locality; and
- 4. Any and all trademarks, trade names, trade symbols and other indications of origin and ownership granted by or recognized under the laws of the United States or of any other country, state or locality; and to conduct and carry on its business in any or all of its various branches under any trade name or trade names.
- D. To engage in, carry on and conduct research, experiments, investigations, analyses, studies and laboratory work, for the purpose of discovering new products or to improve products or services.
- E. To buy, lease, rent or otherwise acquire, own, hold, use, divide, partition, develop, improve, operate and sell, lease, mort-gage or otherwise dispose of, deal in and turn to account, real estate, leaseholds and any and all interests or estates appertaining thereto.
- F. To enter into any lawful contract or contracts with persons, firms, corporations, other entities, governments or any agencies or subdivisions thereof, including guaranteeing the performance of any contract or any obligation of any person, firm, corporation or other entity.

- G. To purchase and acquire, as a going concern or otherwise, and to carry on, maintain and operate all or any part of the property or business of any corporation, firm, association, entity, syndicate or persons whatsoever, deemed to be of benefit to the Corporation, or of use in any manner in connection with any of its purposes; and to dispose thereof upon such terms as may seem advisable to the Corporation.
- H. To invest, lend and deal with monies of the Corporation in any lawful manner, and to acquire by purchase, by the exchange of stock or other securities of the Corporation, by subscription or otherwise, and to invest in, to hold for investment or for any other purpose, and to use, sell, pledge or otherwise dispose of, and in general to deal in any interest concerning, or enter into any transaction with respect to (including "long" and "short" sales of), any stocks, bonds, notes, debentures, certificates, receipts and other securities and obligations of any government, state, municipality, corporation, association or other entity, including individuals and partnerships and, while owner thereof, to exercise all of the rights, powers and privileges of ownership including, among other things, the right to vote thereon for any and all purposes and to give consents with respect thereto.
- I. To borrow or raise money for any purpose of the Corporation and to secure any loan, indebtedness or obligation of the Corporation and the interest accruing thereon, and for that or any other purpose, to mortgage, pledge, hypothecate or change all or any part of the present or hereafter acquired property, rights and franchises of the Corporation, real, personal, mixed or of any character whatever, subject only to limitations specifically imposed by law.
- J. To do any or all of the things hereinabove enumerated, alone for its own account, or for the account of others, or as the agent for others, or in association with others or by or through others, and to enter into all lawful contracts and undertakings in respect thereof.
- K. To have one or more offices, to conduct its business, carry on its operations and promote its objectives and plans in the state of Florida, the state

of Kansas, in other states, the District of Columbia, the territories, colonies and dependencies of the United States, in foreign countries and anywhere in the world, without restriction as to place, manner or amount, but subject to the laws applicable thereto; and to do any or all of the things herein set forth to the same extent as a natural person might or could do and in any part of the world, either alone or in company with others.

- L. To engage in any lawful act or activity for which corporations may be organized.
- M. In general, to carry on any other business in connection with each and all of the foregoing or incidental thereto, and to carry on, transact and engage in any and every lawful business or other lawful thing calculated to be of gain, profit or benefit to the Corporation, as fully and freely as a natural person might do, to the extent and in the manner, and anywhere within and without the State of Kansas, as it may from time to time determine; and to have and exercise each and all of the powers and privileges, either direct or incidental, which are given and provided by or are available under the laws of the State of Kansas in respect of general and business corporations organized for profit thereunder; provided, however, that the Corporation shall not engage in any activity for which a corporation may not be formed.
- N. It is intended that each of the purposes and powers specified in each of the paragraphs of this ARTICLE III shall be in no way limited or restricted by reference to or inference from the terms of any other paragraph, but that the purposes and powers specified in each of the paragraphs of this ARTICLE III shall be regarded as independent purposes and powers. The enumeration of specific purposes and powers in this ARTICLE III shall not be construed to restrict in any manner the general purposes and powers of this Corporation, nor shall the expression of one thing be deemed to exclude another, although it

be of like nature. The statements of purposes and powers herein shall not be deemed to exclude or in any way preclude or limit any purposes or powers which this Corporation has power to exercise, whether expressly by the laws of the State of Florida, in effect now or hereafter, or implied by reasonable construction of such laws.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue shall be one hundred thousand (100,000) shares of Common Stock of the par value of One Dollar (\$1.00) per share. There shall be no preferences, qualifications, limitations or restrictions nor any special or relative rights in respect to the shares.

ARTICLE V

The initial Officers of the Corporation shall be as follows:
Paul R. Johnston, President, Secretary and Treasurer
Dorislyn P. Johnston, Vice President, Asstistant Secretary and
Assistant Treasurer.

The Officers cited herein shall also be the inital Directors.

ARTICLE VI

The name and mailing address of the Registered Agent is Barbara Williams, 1609 Bentwood Dr., Sun City Center, Florida 33573.

ARTICLE VII

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Barbara Williams, Registered Agent Date

Paul R Johnston, Incorporator

Date

Date

Date

Paul R Johnston, Incorporator