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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Rest Ventures Corp. 3

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ARTICLES OF INCORPORATION

OF

REST VENTURES CORP. 3

THE UNDERSIGNED, acting as sole incorporator under Chapter 607 of the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for REST VENTURES CORP. 3, a Florida corporation (the "**Corporation**");

ARTICLE I

NAME

The name of the Corporation is "*Rest Ventures Corp. 3*"

ARTICLE II

SHARES

The number of shares which the Corporation shall have authority to issue is One Hundred (100), consisting of a single class of common stock, One Dollar (\$1.00) par value per share.

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203(1), Fla. Stat., the Corporation's corporate existence shall be deemed to have commenced on the date on which these Articles of Incorporation are filed by the Florida Department of State.

ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is:

2300 N. Atlantic Avenue, Suite 801
Daytona Beach, Florida 32118

The location of the principal office shall be subject to change as provided in Bylaws duly adopted by the Corporation.

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ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation, and the registered agent at such address are as follows:

N. Dwayne Gray Jr., Esq.
c/o Zimmerman, Kiser & Sutcliffe, P.A.
315 E. Robinson Street, Suite 600
Orlando, Florida 32801

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is two (2). The number of directors may be increased or decreased from time to time pursuant to Bylaws duly adopted by the Corporation, but in no event shall the number of directors be less than one (1). The names and addresses of the persons who are to serve as the initial directors until the first annual meeting of the shareholders of the Corporation or until successor directors are elected and qualified are as follows:

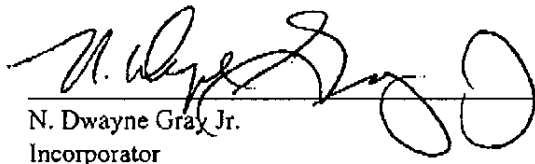
<u>Name</u>	<u>Address</u>	<u>Office</u>
Jill A. Smith	2300 N. Atlantic Avenue, Suite 801 Daytona Beach, Florida 32118	President / Treasurer
William S. Smith	2300 N. Atlantic Avenue, Suite 801 Daytona Beach, Florida 32118	Vice President / Secretary

ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the Corporation are as follows:

N. Dwayne Gray Jr., Esq.
315 E. Robinson Street, Suite 600
Orlando, Florida 32801

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned incorporator this 21st day of October, 2010.


N. Dwayne Gray Jr.
Incorporator


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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as registered agent of the Corporation.

DATED this 21st day of October, 2010.


N. Dwayne Gray Jr.
Registered Agent

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