

(SAMPLE LETTER OF TRANSMITTAL)

Date MARCH 15, 1995
795000021869

Secretary of State
Division of Corporations
P.O. Box 6827
Tallahassee, FL 32314

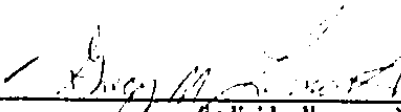
Re FLORIDA RESORT CONCESSIONS, INC., Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


(individual's name)

FLORIDA RESORT CONCESSIONS, INC.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
4630 SOUTH KIRKMAN RD. - S-188		
ORLANDO, FLORIDA 32811-2833		
PHONE		
(407)	651-5258	
Area Code	Number	Ext.

FILED
95 MAR 17 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

795000021869

104-397-0742

ARTICLES OF INCORPORATION

of
FLORIDA RESORT CONCESSIONS, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby agree to form a corporation under the laws of the State of Florida.

FILED
95 MAR 17 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

FLORIDA RESORT CONCESSIONS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND shares (1000) of COMMON SHARES
Dollar(s) (\$ 0.01) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:
The principal office is the same as the registered office

NAME	GREGORY M. LANCASTER		
ADDRESS	4630 SOUTH KIRKMAN RD. - S-188		
CITY	ORLANDO	FLORIDA	ZIP 32811-2833

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	GREGORY M. LANCASTER		
ADDRESS	4630 SOUTH KIRKMAN RD. S- 188		
CITY	ORLANDO	STATE FLORIDA	ZIP 32811-2833
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

NAME	GREGORY M. LANCASTER		
ADDRESS	4630 SOUTH KIRKMAN RD. S-188		
CITY	ORLANDO	STATE	FLORIDA
		ZIP	32811-2833
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 15 day of MARCH, 1995.

(Seal)

(Seal)

(Seal)

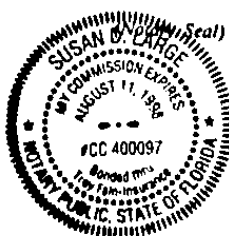
STATE OF FLORIDA)
COUNTY OF Orange) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

GREGORY M. LANCASTER

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 15 day of MARCH, 1995.



(Notary Public, State of Florida at Large)

My Commission expires:



SUSAN D. LARGE
MY COMMISSION # CC400097 EXPIRES
August 11, 1998
BONDED THIRD TROY FARM INSURANCE, INC.

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

FLORIDA RESORT CONCESSIONS, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 4630 SOUTH KIRKMAN RD. S-188

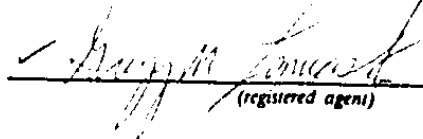
ORLANDO, FLORIDA 32811-2833

has named GREGORY M. LANCASTER

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

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


(registered agent)

FILED
95 MAR 17 PM 12:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA