

# P960000001770

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
\_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN -5 AM 10:57

W96-236

JAN - 8 1996

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY \_\_\_\_\_

WALK-IN \_\_\_\_\_  
Will Pick Up \_\_\_\_\_

RE: Hospitality Resources, inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. Filing	_____	_____
Corp. Record Search	_____	_____
<input checked="" type="checkbox"/> Ltd. Partnership Filing	_____	_____
Foreign Corp. Filing	_____	_____
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)	_____	_____
Art. of Amend. Filing	_____	_____
Dissolution/Withdrawal	_____	_____
C U S -	_____	_____
Fictitious Name Filing	_____	_____
Name Reservation	_____	_____
Annual Report/Reinstatement	_____	_____
Reg. Agent Service	_____	_____
Document Filing	_____	_____
Corporate Kit	_____	_____
Vehicle Search	_____	_____
Driving Record	_____	_____
Document Retrieval	_____	_____
UCC 1 or 3 Filing	_____	_____
UCC 11 Search	_____	_____
UCC 11 Retrieval	_____	_____
File No.'s, _____ Copies	_____	_____
Courier Service	_____	_____
Shipping/Handling	_____	_____
Phone ( )	_____	_____
Top Priority	_____	_____
Express Mail Prop.	_____	_____
FAX ( ) pgs.	_____	_____
<b>SUBTOTALS</b>	_____	_____

600001678306  
-01/04/96--01014--021  
\*\*\*122.50 \*\*\*122.50

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 4, 1996

CAPITAL CONNECTION  
P.O. BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: HOSPITALITY RESOURCES, INC.  
Ref. Number: W9600000236

We have received your document for HOSPITALITY RESOURCES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 896A0000042

DIVISION OF CORPORATION

96 JAN -5 AM 10:18

RECEIVED

CORRECTED.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 5, 1996

CAPITAL CONNECTION  
P.O. BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: HOSPITALITY RESOURCES, INC.  
Ref. Number: W96000000236

RECEIVED  
96 JAN -5 PM 12:44  
DIVISION OF CORPORATION

We have received your document for HOSPITALITY RESOURCES, INC.. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 196A00000580

CORRECTED

**ARTICLES OF INCORPORATION OF  
HOSPITALITY RESOURCES, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN -5 AM 10:57

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of Corporation hereby organized.

**ARTICLE I**

**NAME**

The name of the corporation shall be Hospitality Resources, Inc.

**ARTICLE II**

**BUSINESS ADDRESS**

The principal office of Hospitality Resources, Inc., is at 3961 Lake Joyce Drive,  
Land O' Lakes, Florida 34639.

**ARTICLE III**

**DURATION**

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

## **ARTICLE IV**

### **PURPOSE AND POWERS**

The general nature of the business to be transacted by this Corporation is:

- (a) To engage in general trading.
- (b) To engage in any type of business authorized by the laws and statute s of the State of Florida.
- (c) To do all things and to have all powers conferred upon business corporations organized under the laws and statutes of the State of Florida.
- (d) This corporation reserves the right to amend, alter, change or repeal any provision herein contained in the manner named, as prescribed by law, and all rights conferred upon stockholders hereunder are granted subject to this provision.

## **ARTICLE V**

### **CAPITAL STOCK AND DIVIDENDS**

The amount of capital stock authorized shall consist of one thousand (1,000) shares of common voting stock. Such shares shall be of a single class and have a par value of One (\$1.00) Dollar per share payable in lawful money of the United States of America or in other property tangible or intangible, or in labor or services actually performed for the Corporation at a jut valuation to be fixed by the Board of Directors or shareholders of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable in cash or property solely out of the unreserved and unrestricted surplus of the Corporation, as provided by Florida Law.

#### **ARTICLE VI**

##### **INITIAL CAPITAL**

The amount of capital with which this Corporation will begin business is not less than One Thousand (\$1,000.00) Dollars.

#### **ARTICLE VII**

##### **NO PRE-EMPTIVE RIGHTS**

No holder of shares of the capital stock of any class of the Corporation shall have any pre-emptive or preferential right of subscription to any shares of any class of stock of the Corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the Corporation, issued or sold, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may from time to time determine and at such price as the Board of Directors may from time to time fix. As used in this paragraph, the expression "convertible obligation" shall include any notes, bonds or other evidences of indebtedness to which are attached or with which are issued warrants or other rights to purchase stock of the corporation class; and the Board of Directors is hereby expressly authorized in its discretion in connection with the issue of any obligation or stock of the Corporation (but without intending hereby to limit its general power so to do in any other cases) to grant rights or options to purchase stock of the Corporation of any class upon such terms and during such periods as

the Board of Directors shall determine, and to cause such rights or options to be evidenced by such warrants or other instruments as it may deem advisable.

#### **ARTICLE VII**

##### **DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this Corporation is . 610 W. DeLeon Street, Tampa, Fl<sup>33606</sup> and the name of the initial registered agent of this Corporation is: David S. Rexrode, 610 W. DeLeon Street, Tampa, Florida 33606.

#### **ARTICLE IX**

##### **INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by action in accordance with provisions of the by-laws. The name and address of the initial director of this Corporation is: Eugene W.H. Be, 3961 Lake Joyce Drive, Land O' Lakes, Florida 34639.

#### **ARTICLE X**

##### **STOCK RESTRICTIONS**

Restriction of Stock: No holder of shares of stocks of this Corporation shall sell, assign, transfer, mortgage, alienate, pledge, hypothecate, or in any manner dispose of any stock of this Corporation which he/she owns or may hereafter acquire except as follows:

(a) Sale During Lifetime: Any shareholder during his/her lifetime shall offer to sell his/her interest to the Corporation and the Corporation will purchase the shares owned by the shareholder for the price and upon the terms and conditions provided by the By-Laws of the Corporation.

In the event that this Corporation is unable to purchase all or any part of the shares of stocks owned by the selling shareholder because of the Corporation's financial condition or for any reason, the remaining shareholders may do so for the same price upon the same terms and conditions.

Each remaining shareholder may purchase such portion of the stock offered for sale as the number of his/her shares bears to the total number of shares owned by all shareholders other than those owned by the selling shareholder.

If the stock or any part of it is not purchased by the Corporation, nor the remaining shareholders, the selling shareholder may dispose of his/her stock to any other person.

(b) Purchase of Stock Upon Shareholder's Death: Upon the death of a shareholder, the legal representative within six (6) months after the death of a shareholder shall offer to sell all of the Decedent's shares to the Corporation for the price and upon the terms and conditions as provided by the By-Laws of the Corporation.

In the event the Corporation is unable to purchase all or any part of the shares owned by the selling shareholder because of the Corporation's financial condition or for any other reason, the remaining shareholders may do so for the same price and upon the same terms and conditions.



Notice of Sale of Stock: The shareholder or his/her legal representative shall offer his/her shares for sale by giving written notice by certified mail to the Corporation. The Corporation shall thereupon have six (6) months in which to make their purchase.

Endorsement on Stock Certificate: All stock certificates of this Corporation owned by shareholder shall be endorsed with the following statement: "The shares of stock represented by this certificate are subject to the stock restriction(s) as contained in the Charter of this Corporation."

## **ARTICLE XI**

### **INCORPORATORS**

The name and address of the incorporator of this Corporation is: Eugene W.H. Be, 3961 Lake Joyce Drive, Land O' Lakes, Florida 34639.

## **ARTICLE XII**

### **INDEMNIFICATION**

The Corporation shall indemnify, any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Law.

**ARTICLE XIII**

**AMENDMENT**

Unless otherwise set forth herein, the Corporation reserves the right, in accordance with the Florida General Corporation Law, to amend, alter, modify or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

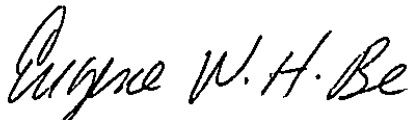
**ARTICLE XIV**

**OFFICERS**

The business of the corporation shall be conducted by the following officers:

President - Eugene W.H. Be, Secretary- Treasurer - Eugene W.H. Be.

IN WITNESS WHEREOF the above-named incorporator has hereunto subscribed his name this 3rd day of January, 1996.

  
\_\_\_\_\_  
Eugene W.H. Be

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally appeared Eugene W.H. Be and to me well known and well known to me to be the person described in and who subscribed his name to the foregoing Articles of Incorporation and acknowledged before that he executed said Articles of Incorporation for the uses and purposes expressed herein.

WITNESS my hand and official seal at the County and State aforesaid this 3rd day of January, 1996.



Cynthia C. Ceto  
NOTARY PUBLIC, State of Florida

Cynthia C. Ceto  
Printed Name

Commission No. CC262303

My Commission Expires 3/5/97

Eugene W.H. Be is personally known to me or produced \_\_\_\_\_  
as identification and did/did not take an oath.

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN -5 AM 10:57

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Hospitality Resources, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business 3961 Lake Joyce Drive, Land O' Lakes, Florida 34639, has named David S. Rexrode, 610 W. DeLeon Street, Tampa, Florida 33606, as its Agent to Accept Service of Process within Florida.

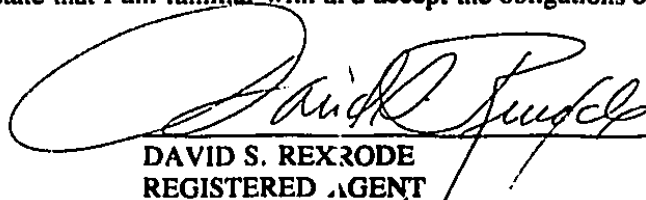


Eugene W.H. Be

Title: President

Dated: 1/3/96

Having been named to Accept Service of Process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and further state that I am familiar with and accept the obligations of this position.



DAVID S. REXRODE  
REGISTERED AGENT

Date: 1/3/96